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09-23-2003



U.S. Department of Commerce
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To the Honorable Commissioner of Patents

102556196

1 original documents or copy thereof

1. Name of conveying party(ies):

Paul Spaeth (SEE Additional names of conveying parties attached)

2. Name and address of receiving party(ies)

Name: Visa U.S.A.

Street Address: 123 Mission Street

City: San Francisco State: CA ZIP: 94105

Additional name(s) and address(es) attached? ☐ Yes X No

3. Nature of conveyance:

- ☒ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☐ Other:

Execution Date: August 18, 26, and 29, 2003; September 2 and 3, 2003

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: August 18, 19, 26, and 29, 2003; September 2 and 3 2003

A. Patent Application No(s):

B. Patent No(s):

Additional numbers attached? ☐ Yes X No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Horace H. Ng
TOWNSEND AND TOWNSEND AND CREW LLP
Two Embarcadero Center, 8th Floor
San Francisco, California 94111-3834
(415) 576-0200

6. Total number of applications and patents involved 1

7. Total fee (37 CFR 3.41): -----\$40.00

- ☐ Enclosed
☒ Authorized to be charged to deposit account

8. Deposit account number: 20-1430

(Attach duplicate copy of this page if paying by deposit account)

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Horace H. Ng
Name of Person Signing
Atty. Reg. No. 39,315

Signature

Date

Total number of pages including cover sheet, attachments and documents: 8

Mail documents to be recorded with required cover sheet information to:

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PATENT
REEL: 014512 FRAME: 0940

1. Additional name(s) of conveying party(ies):
(Continued from Page 1)

Douglas Jones
Bryan Shimko
James G. Gordon
Kim Madore
Marc Black
James Mazour
Michael Salters

ASSIGNMENT OF PATENT APPLICATION

JOINT

WHEREAS, Paul Spaeth of 233 Eagle Terrace Dr., Half Moon Bay, CA 94019; Douglas Jones of 138 Cole St., San Francisco, CA 94117; Bryan Shimko of 24138 N. 76th Place, Scottsdale, AZ 85255; James G. Gordon of 25 Brabyn Street, Eastwood, NSW 2122 Australia; Kim Madore of 238 Walkerville Road, Markham, Ontario, L6B1B6 Canada; Marc Black of 1877 Yorkshire Avenue, St. Paul, MN 55116; James Mazour of 8931 Minnehaha Circle North, St. Louis Park, MN 55426; and Michael Salters of 5446 Vinewood Lane, Plymouth, MN 55442; hereinafter referred to as "Assignors," are the inventors of the invention described and set forth in the below-identified application for United States Letters Patent:

Title of Invention: METHOD AND SYSTEM FOR MANAGING TOKEN
 IMAGE REPLACEMENT

Date(s) of execution of Declaration: August 18, 19, 26 and 29, 2003;
 September 2 and 3, 2003

Filing Date: Herewith

Application No.: Unassigned; and

WHEREAS, Visa U.S.A. Inc., a corporation of the United States, located at 123 Mission Street, San Francisco, CA, 94105, hereinafter referred to as "ASSIGNEE," is desirous of acquiring an interest in the invention and application and in any U.S. Letters Patent and Registrations which may be granted on the same;

For good and valuable consideration, receipt of which is hereby acknowledged by Assignors, Assignors have assigned, and by these presents do assign to Assignee all right, title and interest in and to the invention and application and to all foreign counterparts (including patent, utility model and industrial designs), and in and to any Letters Patent and Registrations which may hereafter be granted on the same in the United States and all countries throughout the world, and to claim the priority from the application as provided by the Paris Convention. The right, title and interest is to be held and enjoyed by Assignee and Assignee's successors and assigns as fully and exclusively as it would have been held and enjoyed by Assignors had this Assignment not been made, for the full term of any Letters Patent and Registrations which may be granted thereon, or of any division, renewal, continuation in whole or in part, substitution, conversion, reissue, prolongation or extension thereof.

Assignors further agree that they will, without charge to Assignee, but at Assignee's expense, (a) cooperate with Assignee in the prosecution of U.S. Patent applications and foreign counterparts on the invention and any improvements, (b) execute, verify, acknowledge and deliver all such further papers, including patent applications and instruments of transfer, and (c) perform such other acts as Assignee lawfully may request to obtain or maintain Letters Patent and Registrations for the invention and improvements in any and all countries, and to vest title thereto in Assignee, or Assignee's successors and assigns.

Assignors hereby authorize and request Townsend and Townsend and Crew LLP, Two Embarcadero Center, 8th Floor, San Francisco, CA 94111-3834, to insert herein above the application number and filing date of said application when known.

IN TESTIMONY WHEREOF, Assignors have signed their names on the dates indicated.

Dated: _____

9/3/03



Paul Spaeth

Dated: _____

Douglas Jones

Dated: _____

8/18/03


Bryan Shimko

Dated: _____

James G. Gordon

Dated: _____

Kim Madore

Dated: _____

Marc Black

Dated: _____

James Mazour

Dated: _____

Michael Salters

60019523 v1

IN TESTIMONY WHEREOF, Assignors have signed their names on the dates indicated.

Dated: _____

Paul Spaeth

Dated: 9/26/02


Douglas Jones

Dated: 8/18/03


Bryan Shimko

Dated: _____

James G. Gordon

Dated: _____


Kim Madore

Dated: _____

Marc Black

Dated: _____

James Mazour

Dated: _____

Michael Salters

60019523 v1

Assignment
Attorney Docket No.: 16222U-012510US
Page 2

IN TESTIMONY WHEREOF, Assignors have signed their names on the dates indicated.

Dated: _____

Paul Spaeth

Dated: _____

Douglas Jonen

Dated: 8/18/03

Bryan Shinko

Dated: _____

James G. Gordon

Dated: 9/2/03

Akim Madore

Dated: _____

Marc Black

Dated: _____

James Mazour

Dated: _____

Michael Salters

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IN TESTIMONY WHEREOF, Assignors have signed their names on the dates indicated.

Dated: _____

Paul Spaeth

Dated: _____

Douglas Jones

Dated: 8/18/03

Bryan Shinko
Bryan Shinko

Dated: 9/2/03

James G. Gordon
James G. Gordon

Dated: _____

Kim Madore

Dated: _____

Marc Black

Dated: _____

James Mazour

Dated: _____

Michael Salters

60019523 v1

IN TESTIMONY WHEREOF, Assignors have signed their names on the dates indicated.

Dated: _____

Paul Spaeth

Dated: _____

Douglas Jones

Dated: 8/18/03

Bryan Shimko
Bryan Shimko

Dated: _____

James G. Gordon

Dated: _____

Kim Madore

Dated: 8/29/03

Marc Black
Marc Black

Dated: 9/03/03

James Mazoun
James Mazoun

Dated: 9/3/03

Michael Salters
Michael Salters

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