

**PATENT ASSIGNMENT**

Electronic Version v1.1  
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<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT								
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT								
<b>CONVEYING PARTY DATA</b>									
<table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th style="width:70%;">Name</th> <th>Execution Date</th> </tr> </thead> <tbody> <tr> <td>Michael J. Michelsen</td> <td>03/07/2005</td> </tr> <tr> <td>Anthony Scillieri</td> <td>02/25/2005</td> </tr> <tr> <td>Michael Hafer</td> <td>03/07/2005</td> </tr> </tbody> </table>		Name	Execution Date	Michael J. Michelsen	03/07/2005	Anthony Scillieri	02/25/2005	Michael Hafer	03/07/2005
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Michael J. Michelsen	03/07/2005								
Anthony Scillieri	02/25/2005								
Michael Hafer	03/07/2005								
<b>RECEIVING PARTY DATA</b>									
<b>Name:</b>	First Data Corporation								
<b>Street Address:</b>	12500 East Belford Avenue								
<b>City:</b>	Englewood								
<b>State/Country:</b>	COLORADO								
<b>Postal Code:</b>	80112-5939								
<b>PROPERTY NUMBERS Total: 1</b>									
<table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th style="width:30%;">Property Type</th> <th>Number</th> </tr> </thead> <tbody> <tr> <td>Application Number:</td> <td>11007649</td> </tr> </tbody> </table>		Property Type	Number	Application Number:	11007649				
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Application Number:	11007649								
<b>CORRESPONDENCE DATA</b>									
<b>Fax Number:</b>	(415)576-0300								
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>									
<b>Phone:</b>	3035714000								
<b>Email:</b>	mahaapala@townsend.com								
<b>Correspondent Name:</b>	Melissa A. Haapala								
<b>Address Line 1:</b>	Townsend and Townsend and Crew LLP								
<b>Address Line 2:</b>	Two Embarcadero Center - 8th Floor								
<b>Address Line 4:</b>	San Francisco, CALIFORNIA 94111-3834								
<b>NAME OF SUBMITTER:</b>	Melissa A. Haapala								
<b>Total Attachments: 2</b> source=594 #page1.tif source=594 #page2.tif									

CH \$40.00 11007649

**ASSIGNMENT OF PATENT APPLICATION**

JOINT

WHEREAS, Michael J. Michelsen of 8200 West 52nd Avenue, Arvada, CO 80002; Anthony Scillieri of 43 Ackerson Avenue, Pequannock, NJ 07440; and Michael Hafer of 1094 Sparrow Hawk Drive, Highlands Ranch, CO 80129, 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:           LOYALTY PROGRAM ENROLLMENT SYSTEMS AND METHODS

Date(s) of execution of Declaration: Michelsen 3/7/05; Scillieri 2/25/05; Hafer 3/8/05

Filing Date:                 December 6, 2004

Application No.:             11,007,649; and

WHEREAS, First Data Corporation, a corporation of the state of Delaware, located at 12500 East Belford Avenue, Englewood, CO 80112-5939, 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;

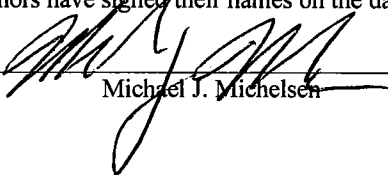
For good and valuable consideration, receipt of which is hereby acknowledged by Assignors, Assignors have assigned, and by these presents do assign to Assignee all right, title and interest in and to the invention and application and to all foreign counterparts (including patent, utility model and industrial 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, Eighth 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.

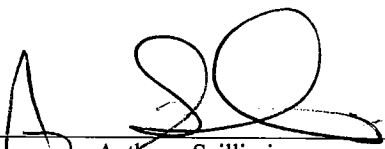
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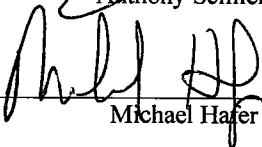
  
\_\_\_\_\_  
Michael J. Michelsen

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Attorney Docket No.: 020375-059400US  
Page 2

Dated: 2/25/05

Dated: 3/2/05

  
\_\_\_\_\_  
Anthony Scillieri

  
\_\_\_\_\_  
Michael Hafer

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