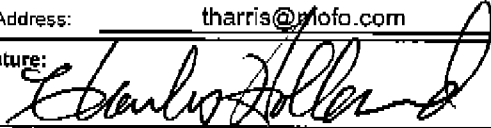


Form PTO-1595 (Rev. 07/05)
OMB No. 0651-0027 (exp. 6/30/2008)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET PATENTS ONLY

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

<p>1. Name of conveying party(ies): USA Payments</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>3. Nature of conveyance/Execution Date(s):</p> <p>Execution Date(s): _____</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Security Agreement <input type="checkbox"/> Joint Research Agreement</p> <p><input type="checkbox"/> Government Interest Assignment</p> <p><input type="checkbox"/> Executive Order 9424, Confirmatory License</p> <p><input type="checkbox"/> Other _____</p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: <u>Global Cash Access, Inc.</u></p> <p>Internal Address: _____</p> <p>Street Address: _____</p> <p>3525 East Post Road, Suite 120</p> <p>City: <u>Las Vegas</u></p> <p>State: <u>Nevada</u></p> <p>Country: <u>United States</u> Zip: <u>89120</u></p> <p>Additional name(s) & address(es) attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>4. Application or patent number(s): <input type="checkbox"/> This document is being filed together with a new application.</p> <p>A. Patent Application No.(s) _____</p> <p>B. Patent No.(s) 6,081,792</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>6. Total number of applications and patents involved: 1</p> <p>7. Total fee (37 CFR 1.21(h) & 3.41) \$ 40.00</p> <p><input type="checkbox"/> Authorized to be charged by credit card</p> <p><input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p><input type="checkbox"/> Enclosed</p> <p><input type="checkbox"/> None required (government interest not affecting title)</p>
<p>5. Name and address to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Timothy J. Harris</u> <u>MORRISON & FOERSTER LLP</u></p> <p>Internal Address: <u>Atty. Dkt.: 418900000034</u></p> <p>Street Address: <u>755 Page Mill Road</u></p> <p>City: <u>Palo Alto</u></p> <p>State: <u>CA</u> Zip: <u>94304-1018</u></p> <p>Phone Number: <u>(650) 813-5784</u></p> <p>Fax Number: <u>(650) 494-0792</u></p> <p>Email Address: <u>tharris@mofo.com</u></p>	<p>8. Payment Information</p> <p>a. Credit Card Last 4 Numbers _____ Expiration Date _____</p> <p>b. Deposit Account Number <u>03-1952</u> Authorized User Name <u>Charles D. Holland</u></p>
<p>9. Signature:  5/18/06</p> <p style="text-align: center;">Signature Date</p> <p style="text-align: center;"><u>Charles D. Holland - 35,196</u></p> <p style="text-align: center;">Name of Person Signing</p>	
<p>Total number of pages including cover sheet, attachments, and documents: 4</p>	

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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

ASSIGNMENT

WHEREAS, USA Payments, a Nevada corporation, with offices at 643 River Oaks Parkway, San Jose, California 95134 ("ASSIGNOR") owns the patent registrations and applications listed in Schedule 1 attached hereto and incorporated herein by this reference ("PATENTS"); and

WHEREAS, Global Cash Access, Inc., a Delaware limited liability company, with offices at 3525 East Post Road, Suite 120, Las Vegas, Nevada 89120 ("ASSIGNEE"), desires to acquire all of the right, title and interest of ASSIGNOR in, to and under the PATENTS;

WHEREAS, ASSIGNOR and ASSIGNEE have entered into a certain Patent Purchase and License Agreement dated as of March 18, 2005, assigning, among other things, all right, title and interest in and to the PATENTS from ASSIGNOR to ASSIGNEE;

NOW, THEREFORE, in consideration of the sum of Ten Million Dollars (\$10,000,000.00) and other good and valuable consideration paid by ASSIGNEE to ASSIGNOR, the receipt and sufficiency of which hereby is acknowledged, ASSIGNOR does hereby sell, assign, transfer and convey unto ASSIGNEE its entire right, title and interest in and to the PATENTS, including all divisionals, continuations, continuations-in-part, reexaminations, substitutions, reissues, extensions and renewals of the applications and registrations for the PATENTS (and the right to apply for any of the foregoing); all rights to causes of action and remedies related thereto (including, without limitation, the right to sue for past, present or future infringement, misappropriation or violation of rights related to the foregoing); and any and all other rights and interests arising out of, in connection with or in relation to the PATENTS.

IN WITNESS WHEREOF, ASSIGNOR has caused this Assignment to be duly executed by an authorized officer on this 28th day of September, 2005.

By:



Robert Cucinotta, Secretary

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STATE OF California)
COUNTY OF Santa Clara) ss.

On Sept 28, 2005, before me, the undersigned notary public in and for said County and State, personally appeared Robert Cucinotta,

X personally known to me *for*
— proved to me on the basis of satisfactory evidence

to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity and that, by his signature on the instrument, the person or the entity upon behalf of which the person acted executed the instrument.

WITNESS my hand and official seal.



Kathleen Bridges Rafael
My commission expires on
7/4/2008

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SCHEDULE 1

PATENTS

United States Patent No. 6,081,792 entitled "ATM and POS Terminal and Method of Use Thereof."

U.S. patent application Ser. No. 10/869754 entitled "ATM and POS Terminal and Method of Use Thereof."

pa-962696

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