

PATENT ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT												
NATURE OF CONVEYANCE:	ASSIGNMENT												
CONVEYING PARTY DATA													
<table border="1"><thead><tr><th>Name</th><th>Execution Date</th></tr></thead><tbody><tr><td>Matthew Benedict Hessburg</td><td>10/08/2002</td></tr><tr><td>Andrew W. Rappleyea</td><td>10/03/2002</td></tr><tr><td>Sunen Rodriguez</td><td>10/17/2002</td></tr><tr><td>Julie Sanoff</td><td>10/03/2002</td></tr><tr><td>Andrea N. Silverstein</td><td>10/03/2002</td></tr></tbody></table>		Name	Execution Date	Matthew Benedict Hessburg	10/08/2002	Andrew W. Rappleyea	10/03/2002	Sunen Rodriguez	10/17/2002	Julie Sanoff	10/03/2002	Andrea N. Silverstein	10/03/2002
Name	Execution Date												
Matthew Benedict Hessburg	10/08/2002												
Andrew W. Rappleyea	10/03/2002												
Sunen Rodriguez	10/17/2002												
Julie Sanoff	10/03/2002												
Andrea N. Silverstein	10/03/2002												
RECEIVING PARTY DATA													
<table border="1"><tr><td>Name:</td><td>American Express Travel Related Services Company, Inc.</td></tr><tr><td>Street Address:</td><td>200 Vesey Street, 3 World Financial Center</td></tr><tr><td>City:</td><td>New York</td></tr><tr><td>State/Country:</td><td>NEW YORK</td></tr><tr><td>Postal Code:</td><td>10285-4900</td></tr></table>		Name:	American Express Travel Related Services Company, Inc.	Street Address:	200 Vesey Street, 3 World Financial Center	City:	New York	State/Country:	NEW YORK	Postal Code:	10285-4900		
Name:	American Express Travel Related Services Company, Inc.												
Street Address:	200 Vesey Street, 3 World Financial Center												
City:	New York												
State/Country:	NEW YORK												
Postal Code:	10285-4900												
PROPERTY NUMBERS Total: 2													
<table border="1"><thead><tr><th>Property Type</th><th>Number</th></tr></thead><tbody><tr><td>Application Number:</td><td>11862456</td></tr><tr><td>Application Number:</td><td>11862544</td></tr></tbody></table>		Property Type	Number	Application Number:	11862456	Application Number:	11862544						
Property Type	Number												
Application Number:	11862456												
Application Number:	11862544												
CORRESPONDENCE DATA													
Fax Number: (602)382-6070 <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>													
Phone: 602-382-6228													
Email: hsobelman@swlaw.com													
Correspondent Name: Howard Sobelman, Snell & Wilmer L.L.P.													
Address Line 1: ONE ARIZONA CENTER													
Address Line 2: 400 E. VAN BUREN STREET													
Address Line 4: PHOENIX, ARIZONA 85004-2202													
ATTORNEY DOCKET NUMBER:	40655.8817 & 8836												

501092377

PATENT
REEL: 023933 FRAME: 0972

CH \$80.00 11862456

NAME OF SUBMITTER:

Howard I. Sobelman

Total Attachments: 6

source=406558800_ASSIGN#page1.tif

source=406558800_ASSIGN#page2.tif

source=406558800_ASSIGN#page3.tif

source=406558800_ASSIGN#page4.tif

source=406558800_ASSIGN#page5.tif

source=406558800_ASSIGN#page6.tif

ASSIGNMENT

UTILITY PATENT

WHEREAS, the undersigned inventor(s) (hereinafter singly and collectively, "ASSIGNOR") of the addresses indicated below, have invented subject matter disclosed in the patent application entitled SYSTEM AND METHOD FOR EXCHANGING LOYALTY POINTS FOR ACQUISITIONS filed herewith on September 30, 2002 ;

AND WHEREAS, AMERICAN EXPRESS TRAVEL RELATED SERVICES COMPANY, INC., a subsidiary of AMERICAN EXPRESS COMPANY (hereinafter "ASSIGNEE"), a corporation organized and existing under and by virtue of the laws of the State of New York having its principal place of business and mailing address at General Counsel's Office, American Express Tower, World Financial Center, New York, New York 10285-4900, is desirous of memorializing its interest therein,

NOW, THEREFORE, the undersigned ASSIGNOR hereby confirms that ASSIGNOR is a full time salaried employee, past employee or a contractor of ASSIGNEE, AMERICAN EXPRESS COMPANY or one of it's subsidiary companies, and that ASSIGNOR developed the subject matter of the invention on ASSIGNEE's time and at the expense of ASSIGNEE and within the scope of ASSIGNOR's duties to ASSIGNEE and thereby ASSIGNOR recognizes that the ASSIGNEE owns the invention as described in the aforesaid application. Nonetheless to comport with Patent Office procedures, ASSIGNOR memorializes that relationship in the form of this assignment and;

THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR by these presents does sell, assign and transfer unto ASSIGNEE, its successors, assigns and legal representatives, the full and exclusive right to the invention, as described in the aforesaid application, including patent, copyright and any other intellectual property rights, any provisional, non-provisional, continuation, continuation in part, divisional, reissue, reexamination, foreign, PCT or other patent application or like document, or any other application which claims priority to said application, in the United States and all foreign countries, together with the right of priority under the International Convention for the Protection of Industrial

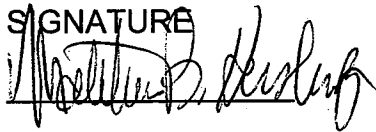
Property, Inter-American Convention Relating to Patents, Designs and Industrial Models, and any other international agreements to which the United States adheres, and hereby authorizes and requests the Commissioner of Patents to issue said Letters Patent to ASSIGNEE, for the sole use and benefit of ASSIGNEE, its successors, assigns and legal representatives,

AND HEREBY AGREES to transfer to ASSIGNEE, its successors, assigns and legal representatives, without further remuneration, a like interest in and to any improvements, derivative works, and applications based thereon, growing out of or relating to the invention; and to provide all reasonable assistance and execute any papers, if accurate, desired by ASSIGNEE, its successors, assigns and legal representatives, to preserve, acquire and/or perfect ASSIGNEE's full protection and title

in and to the invention and any improvements and to file any of the aforementioned applications.

In the event that the Application Number and/or filing date is not available when this Assignment is executed, I hereby authorize and request any attorney associated with Snell & Wilmer L.L.P., Customer No. 20322, to insert above the filing date and/or the application number of said application when known.

EXECUTED as of the date(s) written below by ASSIGNOR:

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Matthew Benedict Hessburg	255 Warren Street, Apt. 209 Jersey City, NJ 07302		10-8-02

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Andrew W. Rappleyea	1034 Pine Knolls Rd Kernersville, NC 27284	_____	_____

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Sunen Rodriguez	58 Columbia Terr Weehawken, Nj 07086	_____	_____

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Julie Sanoff	551 Observer Highway Apt. 12C Hoboken, NJ 07030	_____	_____

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Andrea N. Silverstein	59 Talbot Lane Princeton, NJ 08540	_____	_____

SNELL & WILMER L.L.P.
One Arizona Center
400 East Van Buren
Phoenix, Arizona 85004-2202
(602) 382-6228
Fax (602) 382-6070

in and to the invention and any improvements and to file any of the aforementioned applications.

In the event that the Application Number and/or filing date is not available when this Assignment is executed, I hereby authorize and request any attorney associated with Snell & Wilmer L.L.P., Customer No. 20322, to insert above the filing date and/or the application number of said application when known.

EXECUTED as of the date(s) written below by ASSIGNOR:

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Matthew Benedict Hessburg	255 Warren Street, Apt. 209 Jersey City, NJ 07302	_____	_____

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Andrew W. Rappleyea	1034 Pine Knolls Rd Kernersville, NC 27284	<u>Andrew W. Rappleyea</u>	<u>10/3/02</u>

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Sunen Rodriguez	58 Columbia Terr Weehawken, Nj 07086	_____	_____

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Julie Sanoff	551 Observer Highway Apt. 12C Hoboken, NJ 07030	_____	_____

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Dr. M. Silverstein Andrea N. Silverstein	50 Talbot Lane Princeton, NJ 08540	_____	_____

SNELL & WILMER L.L.P.
One Arizona Center
400 East Van Buren
Phoenix, Arizona 85004-2202
(602) 382-6228
Fax (602) 382-6070

in and to the invention and any improvements and to file any of the aforementioned applications.

In the event that the Application Number and/or filing date is not available when this Assignment is executed, I hereby authorize and request any attorney associated with Snell & Wilmer L.L.P., Customer No. 20322, to insert above the filing date and/or the application number of said application when known.

EXECUTED as of the date(s) written below by ASSIGNOR:

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Matthew Benedict Hessburg	255 Warren Street, Apt. 209 Jersey City, NJ 07302	_____	_____

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Andrew W. Rappleyea	1034 Pine Knolls Rd Kernersville, NC 27284	_____	_____

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Sunen Rodriguez	58 Columbia Terr Weehawken, Nj 07086		10/17/02

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Julie Sanoff	551 Observer Highway Apt. 12C Hoboken, NJ 07030	_____	_____

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Andrea N. Silberstein vc	59 Talbot Lane Princeton, NJ 08540	_____	_____

SNELL & WILMER L.L.P.
One Arizona Center
400 East Van Buren
Phoenix, Arizona 85004-2202
(602) 382-6228
Fax (602) 382-6070

in and to the invention and any improvements and to file any of the aforementioned applications.

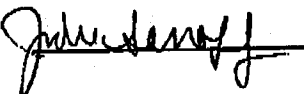
In the event that the Application Number and/or filing date is not available when this Assignment is executed, I hereby authorize and request any attorney associated with Snell & Wilmer L.L.P., Customer No. 20322, to insert above the filing date and/or the application number of said application when known.

EXECUTED as of the date(s) written below by ASSIGNOR:

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Matthew Benedict Hessburg	255 Warren Street, Apt. 209 Jersey City, NJ 07302	_____	_____

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Andrew W. Rappleyea	1034 Pine Knolls Rd Kernersville, NC 27284	_____	_____

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Sunen Rodriguez	58 Columbia Terr Weehawken, NJ 07086	_____	_____

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Julie Sanoff	551 Observer Highway Apt. 12C Hoboken, NJ 07030		10/3/02

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Andrea N. Silverstein	59 Talbot Lane Princeton, NJ 08540	_____	_____

SNELL & WILMER L.L.P.
One Arizona Center
400 East Van Buren
Phoenix, Arizona 85004-2202
(602) 382-6228
Fax (602) 382-6070

in and to the invention and any improvements and to file any of the aforementioned applications.

In the event that the Application Number and/or filing date is not available when this Assignment is executed, I hereby authorize and request any attorney associated with Snell & Wilmer L.L.P., Customer No. 20322, to insert above the filing date and/or the application number of said application when known.

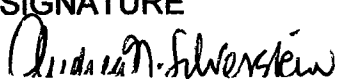
EXECUTED as of the date(s) written below by ASSIGNOR:

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Matthew Benedict Hessburg	255 Warren Street, Apt. 209 Jersey City, NJ 07302	_____	_____

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Andrew W. Rappleyea	1034 Pine Knolls Rd Kernersville, NC 27284	_____	_____

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Sunen Rodriguez	58 Columbia Terr Weehawken, Nj 07086	_____	_____

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
Julie Sanoff	551 Observer Highway Apt. 12C Hoboken, NJ 07030	_____	_____

INVENTOR'S NAME	ADDRESS	SIGNATURE	DATE
N. Silverstein	50 Talbot Lane		10/8/02

Andrea N. Silverstein

50 Talbot Lane
Princeton, NJ 08540

SNELL & WILMER L.L.P.
One Arizona Center
400 East Van Buren
Phoenix, Arizona 85004-2202
(602) 382-6228
Fax (602) 382-6070