

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>BOPS Holding, LLC</td><td>07/23/2002</td></tr><tr><td>PTI General Partner, LLC</td><td>07/24/2002</td></tr></tbody></table>		Name	Execution Date	BOPS Holding, LLC	07/23/2002	PTI General Partner, LLC	07/24/2002						
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RECEIVING PARTY DATA													
<table border="1"><tr><td>Name:</td><td>Paymentech, L.P.</td></tr><tr><td>Street Address:</td><td>1601 Elm Street</td></tr><tr><td>Internal Address:</td><td>9th Floor</td></tr><tr><td>City:</td><td>Dallas</td></tr><tr><td>State/Country:</td><td>TEXAS</td></tr><tr><td>Postal Code:</td><td>75201</td></tr></table>		Name:	Paymentech, L.P.	Street Address:	1601 Elm Street	Internal Address:	9th Floor	City:	Dallas	State/Country:	TEXAS	Postal Code:	75201
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PROPERTY NUMBERS Total: 1													
<table border="1"><thead><tr><th>Property Type</th><th>Number</th></tr></thead><tbody><tr><td>Application Number:</td><td>12004538</td></tr></tbody></table>		Property Type	Number	Application Number:	12004538								
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CORRESPONDENCE DATA													
Fax Number: (214)661-6604 <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>													
Phone: 214.953.5990													
Email: jfarragher@jw.com													
Correspondent Name: Christopher J. Rourk													
Address Line 1: 901 Main Street, Suite 6000													
Address Line 4: Dallas, TEXAS 75202													
ATTORNEY DOCKET NUMBER:	013647.00027												
NAME OF SUBMITTER:	Christopher J. Rourk												
Total Attachments: 7 source=Assignment2#page1.tif source=Assignment2#page2.tif													

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ASSIGNMENT

WHEREAS, Banc One Payment Services, L.L.C., (hereinafter referred to as ASSIGNOR), a limited liability corporation of the State of Delaware, having a business address of 1601 Elm Street, Suite 900, Dallas, Texas 75201, owns all rights in application Serial No's.:

- 09/413,728, filed on October 6, 1999, entitled **SYSTEM AND METHOD FOR PROCESSING RETRIEVAL REQUESTS**;
- 09/592,776, filed on June 13, 2000, entitled **SYSTEM AND METHOD FOR PAYMENT DATA PROCESSING**;
- 09/611,622, filed on July 7, 2000, entitled **SYSTEM AND METHOD FOR PROGRAMMING POINT OF SALE DEVICES**;
- 09/656,815, filed on September 7, 2000, entitled **SYSTEM AND APPARATUS FOR CREDIT TRANSACTION DATA TRANSMISSION**; and
- 09/836,953, filed on April 17, 2001, entitled **SYSTEM AND METHOD FOR DETECTING CHANGES IN BUSINESS STABILITY**; (collectively, the "Patent Applications,")

WHEREAS, BOPS Holdings, LLC (hereinafter referred to as FIRST ASSIGNEE), a limited liability company of the State of Delaware, having a business address of 1601 Elm Street, Suite 900, Dallas, Texas 75201, is desirous of acquiring ninety-nine percent (99%) of the entire right, title and interest in and to the inventions and in and to the Patent Applications and any Letters Patent that may issue thereon;

WHEREAS, PTI General Partner, LLC (hereinafter referred to as SECOND ASSIGNEE), a limited liability company of the State of Delaware, having a business address of 4 Northeastern Blvd., Salem, N.H. 03079, is desirous of acquiring one percent (1%) of the entire right, title and interest in and to the inventions and in and to the Patent Applications and any Letters Patent that may issue thereon; and

WHEREAS Paymentech L.P. (hereinafter referred to as THIRD ASSIGNEE), a limited partnership of the State of Delaware, having a business address of 1601 Elm Street, Suite 900, Dallas, Texas 75201, is desirous of acquiring the entire right, title and interest in and to the inventions and in and to the Patent Applications and any Letters Patent that may issue thereon;

NOW, THEREFORE, for and in consideration of One Dollar (\$1.00), and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR does hereby sell, assign and transfer unto said FIRST ASSIGNEE and SECOND ASSIGNEE, their successors, assigns and legal representatives, and said FIRST ASSIGNEE and SECOND ASSIGNEE do hereby sell, assign and transfer unto said THIRD ASSIGNEE, its successors, assigns and legal representatives, the full and exclusive right, title and interest in and to said invention and in and to said application and all patents which may be granted therefor, and all divisions, reissues, substitutions, continuations, continuations-in-part and extensions thereof; and ASSIGNOR hereby authorizes and requests the Commissioner of Patents to issue all patents for said invention or patents resulting therefrom insofar as ASSIGNOR's interest is concerned, to said FIRST ASSIGNEE and SECOND ASSIGNEE of the entire right, title and interest held by ASSIGNOR, and said FIRST ASSIGNEE and SECOND ASSIGNEE hereby authorize and request the Commissioner of Patents to issue all patents for said invention or patents resulting therefrom insofar as said FIRST ASSIGNEE's and SECOND ASSIGNEE's interest is concerned, to said THIRD ASSIGNEE of the entire right, title and interest held by said FIRST ASSIGNEE and SECOND ASSIGNEE.

ASSIGNOR also hereby sells and assigns to said FIRST ASSIGNEE and SECOND ASSIGNEE, their successors, assigns and legal representatives, and said FIRST ASSIGNEE and SECOND ASSIGNEE also hereby sell and assign to said THIRD ASSIGNEE the full and exclusive right, title and interest held by ASSIGNOR, and then by FIRST ASSIGNEE and SECOND ASSIGNEE to the invention disclosed in said patent throughout the world, including the right to file applications and obtain patents, utility models, industrial models and designs for said invention in their own name(s) throughout the world including all rights of priority, all rights to publish cautionary notices reserving ownership of said invention and all rights to register said invention in appropriate registries; and ASSIGNOR, FIRST ASSIGNEE, and SECOND ASSIGNEE further agree to execute any and all powers of attorney, applications, assignments, declarations, affidavits and any other papers in connection therewith necessary to perfect such right, title and interest in THIRD ASSIGNEE, its successors, assigns and legal representatives;

ASSIGNOR, FIRST ASSIGNEE, and SECOND ASSIGNEE also covenant that no assignment, sales agreement, or encumbrance has been or will be made or entered into which would conflict with this assignment and sale.

ASSIGNOR and ASSIGNEES further hereby agree to participate, at the expense of THIRD ASSIGNEE in any testimony in any legal proceedings, signing all lawful papers, executing all documents and making all lawful oaths, and generally do everything possible to vest title in THIRD ASSIGNEE and to aid THIRD ASSIGNEE, its successors, assigns and legal representatives to obtain and enforce proper protection for the patent and the invention disclosed therein in all countries.

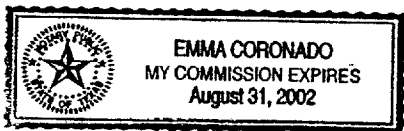
IN WITNESS WHEREOF, I have hereunto set my hand this 24th day of July, 2002.

BANC ONE PAYMENT SERVICES, L.L.C.

BY: Roger C. Hart
Roger C. Hart, Group Executive

STATE OF TEXAS)
) ss:
COUNTY OF DALLAS)


On this 24th day of July, 2002, before me, a Notary Public in and for the State of Texas, personally appeared Roger Hart, to me well known and known by me to be the person of the above name who signed the foregoing instrument, and acknowledged the same to be his own free act and deed.



Emma Coronado
Notary Public, State of Texas

IN WITNESS WHEREOF, I have hereunto set my hand this 23rd day of July,
2002.

BOPS HOLDINGS, LLC

BY: 
Keith Kennedy, President and Manager

STATE OF NEW HAMPSHIRE

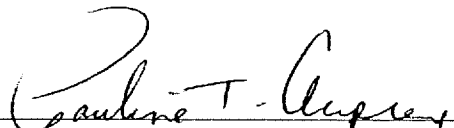
)

) ss: 001-62-1452

COUNTY OF Rockingham

)

On this 23rd day of July, 2002, before me, a Notary Public in and for the
State of New Hampshire, personally appeared Keith Kennedy, to me well known and known by me
to be the person of the above name who signed the foregoing instrument, and acknowledged the
same to be his own free act and deed.


Notary Public, State of New Hampshire

PAULINE T. AUPREY, Notary Public
My Commission Expires October 14, 2003

IN WITNESS WHEREOF, I have hereunto set my hand this 24th day of July, 2002.

PTI GENERAL PARTNER, LLC

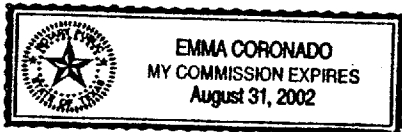
BY: Roger Hart
Roger C. Hart, Group Executive

STATE OF TEXAS)
) ss:
COUNTY OF DALLAS)

On this 24th day of July, 2002, before me, a Notary Public in and for the State of Texas, personally appeared Roger Hart, to me well known and known by me to be the person of the above name who signed the foregoing instrument, and acknowledged the same to be his own free act and deed.

Notary Public, State of Texas

Emma Coronado



IN WITNESS WHEREOF, I have hereunto set my hand this 24th day of July, 2002.

PAYMENTECH, L.P.

BY: PTI General Partner, LLC, its general partner

By: Roger C. Hart
Roger C. Hart, Group Executive

STATE OF TEXAS)
) ss:
COUNTY OF DALLAS)

On this 24th day of July, 2002, before me, a Notary Public in and for the State of Texas, personally appeared Roger Hart, to me well known and known by me to be the person of the above name who signed the foregoing instrument, and acknowledged the same to be his own free act and deed.

Notary Public, State of Texas

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