

# PATENT ASSIGNMENT

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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT
<b>CONVEYING PARTY DATA</b>	
Name	Execution Date
AMERICAN EXPRESS TRAVEL RELATED SERVICES COMPANY, INC.	10/17/2007
<b>RECEIVING PARTY DATA</b>	
Name:	XATRA FUND MX, LLC
Street Address:	2711 Centerville Road, Suite 400
City:	Wilmington
State/Country:	DELAWARE
Postal Code:	19808
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Property Type	Number
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ATTORNEY DOCKET NUMBER:	54022.4017
NAME OF SUBMITTER:	David G. Barker
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### ASSIGNMENT OF PATENT RIGHTS

For good and valuable consideration, the receipt of which is hereby acknowledged, American Express Travel Related Services Company, Inc., a New York corporation, with an office at World Financial Center, 200 Vesey Street, New York, New York 10285 ("**Assignor**"), does hereby sell, assign, transfer, and convey unto Xatra Fund MX, LLC, a Delaware limited liability company, with an address at 2711 Centerville Rd, Suite 400, Wilmington, DE 19808 ("**Assignee**"), or its designees, all right, title, and interest that exist today and may exist in the future in and to any and all of the following (collectively, the "**Patent Rights**"):

- (a) the provisional patent applications, patent applications and patents listed in the table below (the "**Patents**");
- (b) all patents and patent applications (i) to which any of the Patents directly or indirectly claims priority, (ii) for which any of the Patents directly or indirectly forms a basis for priority, and/or (iii) that were co-owned (1) Tracking and Contactless Assets that (2) incorporate by reference one of the **Patents**.
- (c) all reissues, reexaminations, extensions, continuations, continuations in part, continuing prosecution applications, requests for continuing examinations, divisions, registrations of any item in any of the foregoing categories (a) and (b);
- (d) all foreign patents, patent applications, and counterparts relating to any item in any of the foregoing categories (a) through (c), including, without limitation, certificates of invention, utility models, industrial design protection, design patent protection, and other governmental grants or issuances;
- (e) all items in any of the foregoing in categories (b) through (d), whether or not expressly listed as Patents below and whether or not claims in any of the foregoing have been rejected, withdrawn, cancelled, or the like;
- (f) inventions, invention disclosures, and discoveries described in any of the Patents and/or any item in the foregoing categories (b) through (e) that (i) are included in any claim in the Patents and/or any item in the foregoing categories (b) through (e), (ii) are subject matter capable of being reduced to a patent claim in a reissue or reexamination proceedings brought on any of the Patents and/or any item in the foregoing categories (b) through (e), and/or (iii) could have been included as a claim in any of the Patents and/or any item in the foregoing categories (b) through (e);
- (g) all rights to apply in any or all countries of the world for patents, certificates of invention, utility models, industrial design protections, design patent protections, or other governmental grants or issuances of any type related to any item in any of the foregoing categories (a) through (f), including, without limitation, under the Paris Convention for the

Protection of Industrial Property, the International Patent Cooperation Treaty, or any other convention, treaty, agreement, or understanding;

(h) all causes of action (whether known or unknown or whether currently pending, filed, or otherwise) and other enforcement rights under, or on account of, any of the Patents and/or any item in any of the foregoing categories (b) through (g), including, without limitation, all causes of action and other enforcement rights for

- (i) damages,
- (ii) injunctive relief, and
- (iii) any other remedies of any kind

for past, current, and future infringement; and

(i) all rights to collect royalties and other payments under or on account of any of the Patents and/or any item in any of the foregoing categories (b) through (h).

<u>Patent or Application No.</u>	<u>Country</u>	<u>Filing Date</u>	<u>Title of Patent and First Named Inventor</u>
11/163,595	US	10/24/2005	System and Method for Managing RF Mobile Device Data using Near Field Communications Saunders, Peter D.
11/163,951	US	11/4/2005	System and Method for a Wireless RF Reader Grid Bishop, Fred
11/743,907	US	5/3/2007	System and Method for Payment Using Radio Frequency Identification in Contact and Contactless Transactions Berardi, Michael J.
CA20032458143	CA	7/8/2003* effective date. Filing Date is 12/23/2003	System and method for incensing payment using radio frequency identification in contact and contactless transactions Berardi, Michael J.
EP20030763325	EP	7/8/2003* effective date. Filing Date is 1/15/2004	System and method for payment using radio frequency identification in contact and contactless transactions Berardi Michael J
JP20040562629T	JP	7/8/2003* effective date. Filing date is 1/7/2004	System and method for payment using radio frequency identification in contact and contactless transactions Berardi Michael J
10/905,078	US	12/14/2004	Method and system for facilitating a transaction using a transponder David Bonalle
7,239,226	US	7/9/2002	System and method for payment using radio frequency identification in contact and contactless transactions

<u>Patent or Application No.</u>	<u>Country</u>	<u>Filing Date</u>	<u>Title of Patent and First Named Inventor</u>
AU2002318293	AU	7/10/2002* effective date. Filing date is 1/6/2004	Berardi, Michael, J. System and method for payment using radio frequency identification in contact and contactless transactions
BR20020010962	BR	7/10/2002* effective date. Filing date is 1/8/2004	Berardi, Michael, J. System and method for payment using radio frequency identification in contact and contactless transactions
CA20022452351	CA	7/10/2002* effective date. Filing date is 12/24/2003	Berardi, Michael, J. System and method for payment using radio frequency identification in contact and contactless transactions
CN20028013783	CN	7/10/2002* effective date. Filing date is 1/9/2004	Berardi, Michael, J. System and method for payment using radio frequency identification in contact and contactless transactions
EP20020748120	EP	7/10/2002* effective date. Filing date is 1/29/2004.	Berardi, Michael, J. System and method for payment using radio frequency identification in contact and contactless transactions
JP20030513257T	JP	7/10/2002* effective date. Filing date is 1/7/2004.	Berardi, Michael, J. System and method for payment using radio frequency identification in contact and contactless transactions
NZ530497	NZ	7/10/2002* effective date. Filing date 1/7/2004	Berardi, Michael, J. System and method for payment using radio frequency identification in contact and contactless transactions
10/318,432	US	12/13/2002	Berardi, Michael, J. System and method for payment using radio frequency identification in contact and contactless transactions
7,249,112	US	12/13/2002	Berardi, Michael, J. System and method for assigning a funding source for a radio frequency identification device
10/340,352	US	1/10/2003	Berardi, Michael, J. System and method for payment using radio frequency identification in contact and contactless transactions
MX2004PA00253	MX	1/9/2004	Berardi, Michael, J. System and method for payment using radio frequency identification in contact and contactless transactions
7,268,667	US	3/10/2004	Berardi, Michael, J. Systems and methods for providing a RF

<u>Patent or Application No.</u>	<u>Country</u>	<u>Filing Date</u>	<u>Title of Patent and First Named Inventor</u>
			transaction device operable to store multiple distinct accounts
7,119,659	US	10/4/2004	Beenau, Blayn W Systems and methods for providing a RF transaction device for use in a private label transaction
AU20050294782	AU	3/4/2005* effective date. Filing date 3/6/2007	Bonalle, David S Systems and methods for providing a RF transaction device for use in a private label transaction
CA20052580485	CA	3/4/2005* effective date. Filing date 3/6/2007	Bonalle, David S Systems and methods for providing a RF transaction device for use in a private label transaction
EP20050724693	EP	3/4/2005* effective date. Filing date 3/6/2007	Bonalle, David S Systems and methods for providing a RF transaction device for use in a private label transaction
10/711,965	US	10/15/2004	Bonalle, David S System and method for providing a RF payment solution to a mobile device
AU20050295684	AU	10/15/2004* effective date. Filing date 4/12/2007	Fred Bishop System and method for providing a RF payment solution to a mobile device
CA20052583782	CA	10/15/2004* effective date. Filing date 4/13/2007	Fred Bishop System and method for providing a RF payment solution to a mobile device
EP20050813129	EP	10/15/2004* effective date. Filing date 4/10/2007	Fred Bishop System and method for providing a RF payment solution to a mobile device
7,228,155	US	10/15/2004	Fred Bishop System and method for remotely initializing a RF transaction
10/711,964	US	10/15/2004	Saunders, Peter D. RF Transaction System and Method for Storing User Personal Data
10/711,966	US	10/15/2004	Peter Saunders System and Method For Tracking RF Transaction Device Activity using a Tertiary Number
AU20050295767	AU	10/14/2005* Effective date. Filing date is 4/12/2007	Joshua Montgomery System and method for remotely initializing a RF transaction
			Saunders, Peter D.

<u>Patent or Application No.</u>	<u>Country</u>	<u>Filing Date</u>	<u>Title of Patent and First Named Inventor</u>
CA20052584094	CA	10/14/2005* effective date. Filing date 4/13/2007	System and method for remotely initializing a RF transaction  Saunders, Peter D.
EP20050820816	EP	10/14/2005* effective date. Filing date 4/10/2007	System and method for remotely initializing a RF transaction  Saunders, Peter D.
10/708,545	US	3/10/2004	System and Method for Securing RF Transactions using a Radio Frequency Identification Device including a Transaction Counter  David Bonalle
EP20050729098	EP	3/21/2005* effective date. Filing date 7/3/2008	System for biometric security using a FOB  Blayn Beenau
7,121,471	US	3/26/2004	Method and system for DNA recognition biometrics on a FOB  Blayn Beenau
10/708,831	US	3/26/2004	Method and system for hand geometry recognition biometrics on a FOB  Blayn Beenau
7,059,531	US	3/26/2004	Method and system for smellprint recognition biometrics on a FOB  Blayn Beenau
10/708,837	US	3/26/2004	Method and system for proffering multiple biometrics for use with a FOB  Blayn Beenau
10/708,840	US	3/26/2004	Method for using a sensor to register a biometric for use with a transponder-reader system  Blayn Beenau
7,154,375	US	3/26/2004	Biometric safeguard method with a FOB  Blayn Beenau
10/876,822	US	6/24/2004	System and method for transmitting track 1/track 2 formatted information via radio frequency  Peter Saunders
10/711,613	US	9/28/2004	Recurrent billing maintenance system for use with radio frequency payment devices  Fred Bishop
10/905,005	US	12/9/2004	System and method for authenticating a RF transaction using a radio frequency identification device including a transaction counter  Fred Bishop
10/905,006	US	12/9/2004	System and Method for Authenticating a RF Transaction using a Transaction Account Routing Number

<u>Patent or Application No.</u>	<u>Country</u>	<u>Filing Date</u>	<u>Title of Patent and First Named Inventor</u>
11/160,548	US	6/28/2005	Fred Bishop System and Method for Authenticating a RF Transaction Using a Transaction Account Routing Number and Customer Identifier
11/160,627	US	6/30/2005	Fred Bishop System and Method for Using a Secondary Identifier to Select an RF Device
11/164,352	US	11/18/2005	David Armes Systems and methods for non-traditional payment
PCT/US2006/007570	WO	3/1/2006	Fred Bishop Systems and methods for non-traditional payment
11/850,812	US	9/8/2007	Fred Bishop System for Biometric Security Using a Fob
11/851,533	US	9/7/2007	Blayn W. Beenau System and Method for Proffering Multiple Biometrics for Use with a Fob
11/851,556	US	9/7/2007	Blayn W. Beenau System and Method for Proffering Multiple Biometrics for Use with a Fob
11/851,580	US	9/7/2007	Blayn W. Beenau Method for Using A Sensor to Register A Biometric for Use with a Transponder-Reader System Related Applications
11/851,603	US	9/7/2007	Blayn W. Beenau Method for Using A Sensor to Register A Biometric for Use with a Transponder-Reader System Related Applications
11/851,623	US	9/7/2007	Blayn W. Beenau Method for Using A Sensor to Register A Biometric for Use with a Transponder-Reader System Related Applications
10/908,767	US	5/25/2005	Blayn W. Beenau System And Method for Enhanced RFID Instrument Security
10/708,822	US	3/26/2004	James A. Baranowski System for Biometric Security Using a Fob
11/850,796	US	9/6/2007	Blayn W. Beenau System for Biometric Security Using a Fob
11/858,958	US	9/21/2007	Blayn W. Beenau System for Biometric Security Using a Fob



<u>Patent or Application No.</u>	<u>Country</u>	<u>Filing Date</u>	<u>Title of Patent and First Named Inventor</u>
11/850,823	US	9/6/2007	Blayn W. Beenau Method and System for Hand Geometry Recognition Biometrics on a Fob
11/850,834	US	9/6/2007	Blayn W. Beenau Method and System for Hand Geometry Recognition Biometrics on a Fob
11/858,182	US	9/20/2007	Blayn W. Beenau Method and System for Hand Geometry Recognition Biometrics on a Fob
11/858,194	US	9/20/2007	Blayn W. Beenau Method and System for Hand Geometry Recognition Biometrics on a Fob
11/858,375	US	9/20/2007	Blayn W. Beenau System and Method for Proffering Multiple Biometrics for Use with a Fob
11/858,393	US	9/20/2007	Blayn W. Beenau Method for Using A Sensor to Register A Biometric for Use with a Transponder-Reader System Related Applications
6,805,287	US	9/12/2002	Blayn W. Beenau System and method for converting a stored value card to a credit card
CA20022498616	CA	10/11/2002* effective date. Filing date 3/10/2005	David Armes System and method for converting a stored value card to a credit card
EP20020780443	EP	10/11/2002* Effective date. Filing date 4/6/2005	David Armes System and method for converting a stored value card to a credit card
JP20040543166T	JP	10/11/2002* Effective date. Filing date 3/11/2005	David Armes System and method for converting a stored value card to a credit card
111355	SG	10/11/2002* Effective Date. Filing Date 3/11/2005	David Armes System and method for converting a stored value card to a credit card
6,991,157	US	7/14/2004	David Armes System and method for re-associating an account number to another transaction account
7,172,112	US	5/28/2004	Fred Bishop Public/private dual card system and method
7,268,668	US	3/12/2004	David S. Bonalle Systems and methods for managing multiple accounts on a RF transaction instrument

<u>Patent or Application No.</u>	<u>Country</u>	<u>Filing Date</u>	<u>Title of Patent and First Named Inventor</u>
			Blayn W. Beenau

Assignor hereby authorizes the respective patent office or governmental agency in each jurisdiction to issue any and all patents, certificates of invention, utility models or other governmental grants or issuances that may be granted upon any of the Patent Rights in the name of Assignee, as the assignee to the entire interest therein.

The terms and conditions of this Assignment of Patent Rights will inure to the benefit of Assignee, its successors, assigns, and other legal representatives and will be binding upon Assignor, its successors, assigns, and other legal representatives.

IN WITNESS WHEREOF this Assignment of Patent Rights is executed at NEW YORK on OCTOBER 17 2007.

**ASSIGNOR:**

**American Express Travel Related Services Company, Inc.**

By: Tracey R. Thomas  
Name: Tracey R. Thomas  
Title: Chief IP Strategist  
(Signature MUST be notarized)

STATE OF New York )  
) ss.  
COUNTY OF New York )

BARBRA SCHIFF  
Notary Public State of New York  
No. 01SC6063024  
Qualified in Kings County Nassau  
Commission Expires 08/20/2009

On October 17, 2007, before me, Barbra Schiff,  
Notary Public in and for said State, personally appeared Tracey R. Thomas,  
personally known to me (or 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/she executed the same in his/her authorized capacity, and that by his/her 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.

Signature *T. Schiff*

(Seal)