

PATENT ASSIGNMENT COVER SHEET


Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT6757725

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/04/2021		
CONVEYING PARTY DATA			
Name			Execution Date
BANKMOBILE TECHNOLOGIES, INC.			01/04/2021
RECEIVING PARTY DATA			
Name:	MFAC MERGER SUB INC.		
Street Address:	C/O CT CORPORATION SYSTEM		
Internal Address:	4400 EASTON CMNS WAY STE 125		
City:	COLUMBUS		
State/Country:	PENNSYLVANIA		
Postal Code:	43219		
PROPERTY NUMBERS Total: 5			
Property Type	Number		
Patent Number:	7249096		
Patent Number:	7496536		
Patent Number:	7529709		
Patent Number:	7792744		
Patent Number:	8352361		
CORRESPONDENCE DATA			
Fax Number:	(617)217-4699		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	6172174700		
Email:	ipboston.docketing@nelsonmullins.com, london.summers@nelsonmullins.com		
Correspondent Name:	ANTHONY A. LAURENTANO		
Address Line 1:	ONE FINANCIAL CENTER		
Address Line 2:	SUITE 3500		
Address Line 4:	BOSTON, MASSACHUSETTS 02111		
ATTORNEY DOCKET NUMBER:	066382/09001		
NAME OF SUBMITTER:	ANTHONY A. LAURENTANO		
SIGNATURE:	/Anthony A. Laurentano/		

DATE SIGNED:	06/11/2021
Total Attachments: 5 source=06638209001-MRGR-AAL#page1.tif source=06638209001-MRGR-AAL#page2.tif source=06638209001-MRGR-AAL#page3.tif source=06638209001-MRGR-AAL#page4.tif source=06638209001-MRGR-AAL#page5.tif	

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

<input type="checkbox"/> Return document by mail to: CSC Order# 591410-5 Name _____ LBY Address _____ City _____ State _____ Zip Code _____ <input checked="" type="checkbox"/> Return document by email to: <u>cscpa@cscglobal.com</u>	<p>Statement of Merger DSCB:15-335 (7/1/2015)</p>  <p>TCO210104MC0483</p>
--	---

Read all instructions prior

Fee: \$70 plus \$40 for *each* association that is a party to the merger
The minimum amount to be submitted with this filing is \$150

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 335 (relating to Statement of merger), the undersigned, desiring to effect a merger, hereby states that:

A. For the surviving association:

1. The name of the surviving association is: MFAC Merger Sub Inc.
2. The jurisdiction of formation of the surviving association: Pennsylvania
3. The type of association of the surviving association is (check only one):
 - ☒ Business Corporation
 - ☐ Nonprofit Corporation
 - ☐ Limited Liability Company
 - ☐ Limited Partnership
 - ☐ Limited Liability (General) Partnership
 - ☐ Limited Liability Limited Partnership
 - ☐ Business Trust
 - ☐ Professional Association
 - ☐ Other _____

PA DEPT OF STATE

JAN 04 2021

4. The surviving association is a (check only one box, provide address and follow instructions for attachments):

- ☒ Domestic (Pennsylvania) filing entity already in existence on Department of State records
If applicable, attach to this Statement any amendment to its public organic record approved as part of the plan of merger.
- ☐ NEW domestic (Pennsylvania) filing entity (includes limited liability limited partnership)
Attach to this Statement the public organic record of the new entity.
- ☐ Foreign filing association or foreign limited liability partnership already registered with the Department.
If applicable, attach to this Statement any amendment to or transfer of its foreign registration approved as part of the plan of merger.
- ☐ Foreign filing association or foreign limited liability partnership simultaneously seeking registration with the Department of State
Attach to this Statement a completed form DSCB:15-412 (Foreign Registration Statement) with applicable fee and attachments.

Its current registered office address. Complete part (a) **OR** (b) – not both:

- (a) _____
 Number and street City State Zip County
- (b) c/o: C T Corporation System _____
 Name of Commercial Registered Office Provider Dauphin County

- ☐ NEW domestic (Pennsylvania) limited liability partnership or electing partnership
Attach completed DSCB:15-8201 (Statement of Registration) or DSCB:15-8701A (Statement of Election)
- ☐ Domestic association that is not a domestic filing association
Attach to this Statement tax clearance certificates.

The address, including street and number, if any, of its principal office:

 Number and street City State Zip County

- ☐ Foreign association that is not, and will not, be registered with the Department of State
Attach to this Statement tax clearance certificates.

The address, including street and number, if any, of its registered or similar office, if any, required to be maintained by the law of its jurisdiction of formation; or if it is not required to maintain a registered or similar office, its principal office:

 Number and street City State Zip

C. Effective date of statement of merger (check, and if appropriate complete, one of the following):

- ☒ This Statement of Merger shall be effective upon filing in the Department of State.
☐ This Statement of Merger shall be effective on: _____ at _____
Date (MM/DD/YYYY) Hour (if any)

D. Approval of merger by merging associations (check all applicable statement(s)):

- ☒ For domestic entities – The merger was approved in accordance with 15 Pa.C.S. Chapter 3, Subchapter C (relating to merger).
☐ For foreign associations – The merger was approved in accordance with the laws of the jurisdiction of formation.
☐ For domestic associations that are not domestic entities – The merger was approved by the interest holders of the merging association in the manner required by its organic law.

E. Attachments (see Instructions for required and optional attachments).

IN TESTIMONY WHEREOF, the undersigned merging associations have caused this Statement of Merger to be signed by duly authorized officers thereof this 4TH day of January, 20 21.

MFAC Merger Sub Inc.
Name of Merging Association


Signature

President
Title

BankMobile Technologies, Inc.
Name of Merging Association


Signature

Chief Executive Officer
Title

Schedule 4.13(a)(i)**Company Intellectual Property**

See Patent and Service Mark information below:

Patents:

TITLE	APP NO	FILING DATE	GRANT NO	GRANT DATE	STATUS	CLIENT INSTRUCTIONS	NEXT ACTION
SYSTEMS AND METHODS FOR FACILITATING A DISTRIBUTION OF BANK ACCOUNTS VIA AN EDUCATIONAL INSTITUTION	10/345,605	16-Jan-03	7,249,096	24-Jul-07	Granted	Maintain	Exp. 31-5-24
SYSTEMS AND METHODS TO FACILITATE A TRANSFER OF A REFUND AMOUNT FROM AN EDUCATIONAL INSTITUTION TO A STUDENT	10/799,387	12-Mar-04	7,496,536	24-Feb-09	Granted	Maintain	Tax 11.5 /24-Aug-20
SYSTEMS AND METHODS TO FACILITATE A TRANSFER OF A REFUND AMOUNT FROM AN EDUCATIONAL INSTITUTION TO A STUDENT	11/832512	1-Aug-07	7529709	5-May-09	Granted	Maintain	Tax 11.5 /5-Nov-20
SYSTEMS AND METHODS FOR FACILITATING A DISTRIBUTION OF BANK ACCOUNTS VIA AN EDUCATIONAL INSTITUTION	11/807,617	30-May-07	7,792,744	7-Sep-10	Granted	Maintain	Tax 11.5/7-Mar-22
METHODS OF DELIVERING PAYMENTS TO MULTIPLE PARTIES	11/957,999	17-Dec-07	8,352,361	8-Jan-13	Granted	Maintain	Tax 11.5/8-Jul-24

As of June 29, 2015, Higher One granted TouchNet Information Systems, Inc. and Heartland Payment Systems, LLC a worldwide, perpetual, non-exclusive, irrevocable, fully paid-up, royalty-free license under the Patent Rights (defined below), including the right to manufacture, use, offer for sale, sell, import into the US, export, and otherwise practice and exploit the subject matter disclosed in and claimed by the Patent Rights.

The Patent Rights are U.S. Patent No. 7,496,536; U.S. Patent No. 7,792,744; U.S. Patent No. 7,249,096; U.S. Patent No. 7,529,709; and U.S. Patent No. 8,352,361; and any foreign patents related to the foregoing. Patent Rights includes any pending or later filed divisionals, continuations, continuations-in-part, reissues, foreign patents and applications, and extensions of the Patent Rights.

Service Marks: (See next page)