

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Confirmatory Trademark Assignment Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
WACHOVIA BANK, N.A.		08/12/2004	National Association: NORTH CAROLINA
RECEIVING PARTY DATA			
Name:	AMERIPAY, LLC		
Street Address:	114 Essex Street		
City:	Rochelle Park		
State/Country:	NEW JERSEY		
Postal Code:	07662		
Entity Type:	Limited Liability Company: NEW JERSEY		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1972887	AMERIPAY	
CORRESPONDENCE DATA			
Fax Number:	(201)967-0560		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2019678040		
Email:	rick@ravin.com		
Correspondent Name:	Richard L. Ravin		
Address Line 1:	West 115 Century Road		
Address Line 2:	Hartman & Winnicki, P.C.		
Address Line 4:	Paramus, NEW JERSEY 07652		
NAME OF SUBMITTER:	Richard L. Ravin		
Signature:	//richardlravin//		
Date:	02/18/2005		

OP \$40.00 1972887

Total Attachments: 2

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CONFIRMATORY TRADEMARK ASSIGNMENT AGREEMENT

This CONFIRMATORY TRADEMARK ASSIGNMENT AGREEMENT (“ASSIGNMENT”), effective this 12th day of August 2004, is by and between WACHOVIA BANK, N.A., with offices located at 301 South College Street, Charlotte, North Carolina 28288 (“ASSIGNOR”) and AMERIPAY, LLC, a New Jersey limited liability company, with offices at 114 Essex Street, Rochelle Park, New Jersey 07662 (“ASSIGNEE”).

RECITALS

A. ASSIGNOR, as successor to American Bank of Hollywood’s (“ABH”, a Florida Corporation) rights in and to, among other things, the trademark “AMERIPAY” and its associated goodwill, and including, without limitation, ownership of United States Patent and Trademark Office (“PTO”) Registration Number 1,972,887 for “AMERIPAY” (the “TRADEMARK”), transferred all its rights in and to the TRADEMARK to ASSIGNEE for good and sufficient consideration (receipt of which is hereby confirmed and acknowledged) pursuant to an Assignment dated April 6, 1999, transferring the TRADEMARK to ASSIGNEE (the “1999 Assignment”, a copy of which is attached hereto).

B. The 1999 Assignment requires ASSIGNOR to execute without cost to ASSIGNEE any and all documents reasonably requested by ASSIGNEE that relate to the transfer of the TRADEMARK to ASSIGNEE.

C. ASSIGNEE has requested that ASSIGNOR execute this ASSIGNMENT which reasonably relates to the transfer of the TRADEMARK to it.

NOW, THEREFORE, in consideration of these premises and of the mutual promises set forth below and in the 1999 Assignment, which is herein incorporated by reference, and in consideration of the sum of \$100.00 paid by ASSIGNEE to ASSIGNOR in connection with the execution of this ASSIGNMENT, the receipt and sufficiency of which is hereby acknowledged by ASSIGNOR, the parties to this ASSIGNMENT acknowledge, covenant and agree as follows:

ARTICLE I

1.1 ASSIGNOR acknowledges and covenants that as of the time the 1999 Assignment was executed, ASSIGNOR owned the TRADEMARK, and that, in particular, but without limitation, ASSIGNOR owned PTO Registration Number 1,972,887, as successor to ABH’s rights thereto.

1.2 ASSIGNOR confirms, acknowledges and covenants that it did, and ASSIGNOR hereby does, assign, transfer, set over, and deliver to ASSIGNEE all its right, title, and interest in

and to the TRADEMARK, together with the goodwill of the business associated therewith and all claims by ASSIGNOR for damages by reason of past infringement of the TRADEMARK, with the right to sue for, and collect the same, for its own use and benefit, and for the use and benefit of its successors, assigns and other legal representatives.

IN WITNESS WHEREOF, the parties hereto have caused this ASSIGNMENT to be executed in duplicate as of the date and year first above written.

For: AMERIPAY, LLC

For: WACHOVIA BANK, N.A.

By: [Signature] 8/23/04
Paul Bultmeyer
Printed Name

By: Carmen R. Adams
Carmen R. Adams
Printed Name

Title: Executive Director

Title: V.P. & Asst. Genl. Counsel

STATE OF NORTH CAROLINA }
 }
COUNTY OF MECKLENBURG }

On this 13th day of August 2004, personally appeared Carmen R. Adams, to me known and known to me to be Carmen R. Adams, and for the purposes hereof an authorized representative of WACHOVIA BANK, N.A., the ASSIGNOR above named, and acknowledged that he/she executed the foregoing CONFIRMATORY TRADEMARK ASSIGNMENT AGREEMENT on behalf of said ASSIGNOR and pursuant to authority duly received.

Witness my hand and official seal, this the 13th day of August 2004.

Susan L. Dutton
Notary Public

Susan L. Dutton
Printed Name

My Commission Expires September 13, 2008