Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE: NEW ASSIGNMENT

NATURE OF CONVEYANCE: SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ONLINE DATA CORP.		05/10/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	BANK OF AMERICA, N.A.
Street Address:	101 N. TRYON STREET
Internal Address:	ONE INDEPENDENCE CENTER
City:	CHARLOTTE
State/Country:	NORTH CAROLINA
Postal Code:	28255
Entity Type:	NATIONAL BANKING ASSOCIATION: UNITED STATES

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	2810233	
Registration Number:	2619094	ONLINE APP
Registration Number:	2938442	DRIVING EPROGRESS

CORRESPONDENCE DATA

900050827

Fax Number: (646)848-4455

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 212-848-4455
Email: jlik@shearman.com

Correspondent Name: Alfi Guindi

Address Line 1: 599 Lexington Avenue

Address Line 2: Shearman & Sterling LLP - IP Docketing

Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER: 3232/542

NAME OF SUBMITTER: Alfi Guindi

TRADEMARK

REEL: 003324 FRAME: 0708

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Signature:	/ALFI GUINDI/
Date:	06/09/2006
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TRADEMARK
REEL: 003324 FRAME: 0709

NOTICE

OF

GRANT OF SECURITY INTEREST

ΙN

TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of May 10, 2006 (the "Security Agreement") by and among the Grantors party thereto (each a "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

The undersigned Grantor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

ONLINE DATA CORP.

Name: Gregory S. Daily

Title: Chief Executive Officer and President

Acknowledged and Accepted:

ANK OF AMERICA, N.A., as Administrative Agent

Name: Title:

Anne M. Zeschke

Assistant Vice President

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TRADEMARK
REEL: 003324 FRAME: 0710

Schedule 1

Mark ik	Registration No.	Registration Date
Design Only	2810233	2/3/04
ONLINE APP	2619094	9/10/02
DRIVING EPROGRESS	2938442	4/5/05

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TRADEMARK REEL: 003324 FRAME: 0711