

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BANK OF AMERICA, N.A.		05/06/2011	NATIONAL ASSOCIATION: UNITED STATES
RECEIVING PARTY DATA			
Name:	IPAYMENT, INC.		
Street Address:	40 BURTON HILLS BLVD., SUITE 415		
City:	NASHVILLE		
State/Country:	TENNESSEE		
Postal Code:	37215		
Entity Type:	CORPORATION: DELAWARE		
Name:	ONLINE DATA CORP.		
Street Address:	40 BURTON HILLS BLVD., SUITE 415		
City:	NASHVILLE		
State/Country:	TENNESSEE		
Postal Code:	37215		
Entity Type:	CORPORATION: DELAWARE		
Name:	E-COMMERCE EXCHANGE, INC.		
Street Address:	40 BURTON HILLS BLVD., SUITE 415		
City:	NASHVILLE		
State/Country:	TENNESSEE		
Postal Code:	37215		
Entity Type:	CORPORATION: DELAWARE		
Name:	CARDSYNC PROCESSING, INC.		
Street Address:	40 BURTON HILLS BLVD., SUITE 415		
City:	NASHVILLE		
State/Country:	TENNESSEE		

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Postal Code:	37215
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	2836525	IPAYMENT
Registration Number:	3733920	IPAYMENT
Registration Number:	3497619	CAMBRIDGE PAYMENT SYSTEMS
Registration Number:	2810233	
Registration Number:	2619094	ONLINE APP
Registration Number:	2938442	DRIVING EPROGRESS
Registration Number:	2804575	CARDSYNC
Registration Number:	2871023	E
Registration Number:	2454967	QUICKCOMMERCE

CORRESPONDENCE DATA

Fax Number: (650)838-5109
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 650-838-3743
Email: jlik@shearman.com
Correspondent Name: Michael Jokic
Address Line 1: 599 Lexington Avenue
Address Line 2: Shearman & Sterling LLP
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	3232/542
NAME OF SUBMITTER:	MICHAEL JOKIC
Signature:	/MICHAEL JOKIC/
Date:	05/11/2011

Total Attachments: 4
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TRADEMARK SECURITY RELEASE AGREEMENT

This TRADEMARK SECURITY RELEASE AGREEMENT (the "*Trademark Security Release*") is made as of May 6, 2011, by BANK OF AMERICA, N.A., as Administrative Agent (the "*Administrative Agent*") for the holders of the Secured Obligation (as defined in the Credit Agreement referred to below), in favor of iPAYMENT, INC., ONLINE DATA CORP., E-COMMERCE EXCHANGE, INC., and CARDSYNC PROCESSING, INC. (the "*Grantors*"). All capitalized terms used herein but not otherwise defined herein shall have the meanings ascribed to those terms in the Credit Agreement and the Security Agreement (as defined below).

WHEREAS, iPAYMENT, INC., a Delaware corporation and the Guarantors (as identified in the Credit Agreement) entered into a Credit Agreement dated as of May 10, 2006 (as amended, amended and restated, supplemented or otherwise modified through to the date hereof, the "*Credit Agreement*") with the Lenders identified therein and BANK OF AMERICA, N.A., as Administrative Agent;

WHEREAS, pursuant to the Credit Agreement, each Grantor executed and delivered that certain Security Agreement dated as of May 10, 2006 (the "*Security Agreement*"), pursuant to which each Grantor granted to the Administrative Agent a continuing security interest in and continuing lien upon all of such Grantor's right, title and interest in and to certain trademarks and trademark applications, including the trademarks and trademark applications identified in Schedule A attached hereto (the "*Trademark Collateral*");

WHEREAS, certain notices of such grant were individually recorded with the Trademark Division of the United States Patent and Trademark Office: 1) on June 9, 2006, at Reel 3324 and Frame 0712; 2) on July 8, 2010, at Reel 4238 and Frame 0367; 3) on December 4, 2008, at Reel 3898 and Frame 0012; 4) on June 9, 2006, at Reel 3324 and Frame 0708; 5) on June 9, 2006, at Reel 3324 and Frame 0775; and, 6) on June 9, 2006, at Reel 3324 and Frame 0716, with respect to the Trademark Collateral;

WHEREAS, in accordance with the terms of the Payoff Letter (the "*Payoff Letter*") dated on or about the date of this Trademark Security Release and given by the Administrative Agent, the obligations secured by the Collateral, including the Trademark Collateral, have been repaid or otherwise satisfied to the extent set forth in such Payoff Letter; and

WHEREAS, the Administrative Agent therefore desires to release its security interest in and lien upon all of the Grantors' right, title and interest in and to the Trademark Collateral.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Administrative Agent and the Grantors hereby agree as follows:

SECTION 1. Release of Security Interest. The Administrative Agent hereby terminates and releases to the Grantors all of the Administrative Agent's right, title and interest in and to all of the Grantors' right, title and interest in and to the Trademark Collateral.

SECTION 2. Recordation. The Administrative Agent hereby authorizes and requests that the Commissioner for Trademarks and any other applicable government officer record this Trademark Security Release.

SECTION 3. Governing Law. This Trademark Security Release shall be governed by, and construed in accordance with, the laws of the State of New York without regard to the conflict of laws rules thereof (to the extent such principles or rules are not mandatorily applicable by statute or would require or permit the application of the laws of another jurisdiction).

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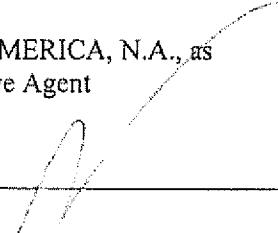
IN WITNESS WHEREOF, the parties hereto have caused this Trademark Security Release to be duly executed and delivered by their respective officers thereunto duly authorized as of the date first above written.

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

By: _____

Name:

Title:


Anne M. Zeschke
Vice President

Schedule A

Trademarks

Mark	Registration No.
IPAYMENT and Design	2836525
IPAYMENT and Design	3733920
CAMBRIDGE PAYMENT SYSTEMS	3497619
Design Only	2810233
ONLINE APP	2619094
DRIVING EPROGRESS	2938442
CARDSYNC	2804575
E and DESIGN	2871023
QUICKCOMMERCE	2454967