

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

|   |  |                         |                       |
|---|--|-------------------------|-----------------------|
| SUBMISSION TYPE:  | NEW ASSIGNMENT                               |                         |                       |
| NATURE OF CONVEYANCE:   | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |                         |                       |
| CONVEYING PARTY DATA  |  |                         |                       |
| Name  | Formerly                                     | Execution Date          | Entity Type           |
| Blue Financial Corporation  |  | 04/19/2012              | CORPORATION: OKLAHOMA |
| RECEIVING PARTY DATA  |  |                         |                       |
| Name:   | Capital Payments, LLC                        |                         |                       |
| Street Address:   | 225 Broadhollow Road                         |                         |                       |
| Internal Address:   | Suite 305W                                   |                         |                       |
| City:   | Melville                                     |                         |                       |
| State/Country:  | NEW YORK                                     |                         |                       |
| Postal Code:  | 11747  |                         |                       |
| Entity Type:  | LIMITED LIABILITY COMPANY: DELAWARE          |                         |                       |
| PROPERTY NUMBERS Total: 4   |  |                         |                       |
| Property Type   | Number                                       | Word Mark               |                       |
| Registration Number:  | 3251601                                      | BLUEFIN                 |                       |
| Registration Number:  | 3090144                                      | QUICKSWIPE              |                       |
| Registration Number:  | 2966342                                      | BLUEFIN PAYMENT SYSTEMS |                       |
| Registration Number:  | 3151017                                      | SWIPE OVER IP           |                       |
| CORRESPONDENCE DATA   |  |                         |                       |
| Fax Number:   | 2037723907                                   |                         |                       |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> |  |                         |                       |
| Phone:  | 203-772-2600                                 |                         |                       |
| Email:  | edelvecchio@bswlaw.com                       |                         |                       |
| Correspondent Name:   | Ellen F. Del Vecchio                         |                         |                       |
| Address Line 1:   | 271 Whitney Avenue                           |                         |                       |
| Address Line 4:   | New Haven, CONNECTICUT 06511                 |                         |                       |
| ATTORNEY DOCKET NUMBER:   | 06320/006                                    |                         |                       |

OP \$115.00 3251601

|  |                        |
|--|------------------------|
| NAME OF SUBMITTER:   | Ellen F. Del Vecchio   |
| Signature:   | /Ellen F. Del Vecchio/ |
| Date:  | 04/23/2012             |
| Total Attachments: 2<br>source=BFTrademarkAssign#page1.tif<br>source=BFTrademarkAssign#page2.tif |                        |

ASSIGNMENT OF TRADEMARKS

This Assignment is entered into this 19<sup>th</sup> day of April 2012, by and between BLUE FINANCIAL CORPORATION, an Oklahoma corporation having its principal place of business at 4329 N. Walnut Avenue, Broken Arrow, Oklahoma 74012 ("Assignor"), and CAPITAL PAYMENTS, LLC, a Delaware limited liability company having its principal place of business at 225 Broadhollow Road, Suite 305W, Melville, New York 11747 ("Assignee").

WITNESSETH

WHEREAS, Assignor is the registered owner of those trademarks listed in Schedule A attached hereto (the "Marks"); and

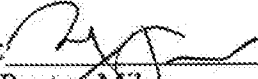
WHEREAS, Assignor and Assignee are parties to a certain Asset Purchase Agreement dated as of April 13, 2012 pursuant to which, inter alia, Assignee desires to acquire and Assignor has agreed to transfer to Assignee all of Assignor's right, title and interest in and to the Marks.

NOW THEREFORE, in exchange for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign, convey, transfer, and set over unto Assignee, all of Assignor's right, title, and interest in and to the Marks, and any other rights which Assignor may have acquired with respect thereto pursuant to common law or any other law, together with the goodwill of the business to which the Marks pertain.

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be duly executed on and as of the date first above written.

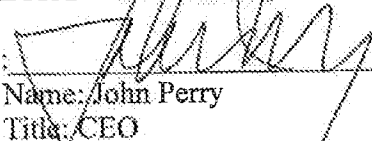
ASSIGNOR

BLUE FINANCIAL CORPORATION

By:   
Ruston Miles  
President

ASSIGNEE

CAPITAL PAYMENTS, LLC

By:   
Name: John Perry  
Title: CEO

SCHEDULE A

| <b>Mark</b>             | <b>Registration Number</b> | <b>Registration Date</b> |
|-------------------------|----------------------------|--------------------------|
| Blue Fin                | 3,251,601                  | June 12, 2007            |
| QuickSwipe              | 3,090,144                  | May 9, 2006              |
| Bluefin Payment Systems | 2,966,342                  | July 12, 2005            |
| Swipe Over IP           | 3,151,017                  | October 3, 2006          |