



102974609

To the Director, U.S. Patent and Trademark

... documents or copy thereof.

4/4/05

1. Name of conveying party(ies):

The Clearing House Service Company L.L.C.

- Individual(s)
- General Partnership
- Corporation-State
- Other Delaware Limited Liability Company

Additional name(s) of conveying party(ies) attached?
 Yes No

2. Name and address of receiving party(ies):

Name: The Clearing House Payments Company L.L.C.

Street Address: 100 Broad Street

City: New York State NY ZIP 10004

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: June 30, 2004

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Delaware Limited Liability Company

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)
76/587,311, filed April 19, 2004 for mark CHIPS

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Fitzpatrick, Cella, Harper & Scinto
30 Rockefeller Plaza
New York, New York 10112-3800
Telephone No.: (212) 218-2100
Facsimile No.: (212) 218-2200

6. Number of applications and registrations involved:
Seven

7. Total fee (37 CFR 3.41): . . . \$150.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number

(Attach duplicate copy of this page if paying by deposit account):

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Ronald A. Clayton
Name of Person Signing

Signature

April 1, 2005
Date

Total number of pages including cover sheet, attachments, and documents: -6-

4. Application number(s) or registration number(s):

A. Trademark Application No.

76/454,941, filed September 25, 2002 for mark UPIC

B. Trademark Registration No.

2,731,964, issued July 1, 2003 for mark UPIC

4. Application number(s) or registration number(s):

A. Trademark Application No.

76/587,288, filed April 19, 2004 for mark CLEARING HOUSE
INTERBANK PAYMENTS SYSTEM

B. Trademark Registration No.

N/A

4. Application number(s) or registration number(s):

A. Trademark Application No.

76/587,289, filed April 19, 2004 for CHIPS and Design

B. Trademark Registration No.

N/A

4. Application number(s) or registration number(s):

A. Trademark Application No.

76/234,339, filed April 3, 2001 for mark IC&S

B. Trademark Registration No.

N/A

4. Application number(s) or registration number(s):

A. Trademark Application No.

76/234,541, filed April 3, 2001 for mark CLEARING & SETTLEMENT

B. Trademark Registration No.

N/A

4. Application number(s) or registration number(s):

A. Trademark Application No.

76/234,441, filed April 3, 2001 for mark I CLEARING & SETTLEMENT

B. Trademark Registration No.

N/A

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:56 PM 06/30/2004
FILED 09:01 PM 06/30/2004
SSV 040485429 - 3821772 FILE

CERTIFICATE OF MERGER

OF

THE CLEARING HOUSE SERVICE COMPANY L.L.C.

WITH AND INTO

THE CLEARING HOUSE PAYMENTS COMPANY L.L.C.

Under Section 18-209 of the Limited Liability Company Act of the State of Delaware

Pursuant to Section 18-209(c) of the Limited Liability Company Act of the State of Delaware (the "Act"), this Certificate of Merger, dated as of June 30, 2004, is being duly executed and filed by the undersigned, as an authorized person of The Clearing House Payments Company L.L.C., a Delaware limited liability company (the "Company"), in connection with the merger of The Clearing House Service Company L.L.C., a Delaware limited liability company ("ServiceCo"), with and into the Company (the "Merger"). The authorized person hereby certifies as follows:

FIRST. The names and states of organization of the constituent entities to the Merger (the "Constituent Entities") are:

<u>Name</u>	<u>State of Organization</u>
The Clearing House Payments Company L.L.C.	Delaware
Clearing House Service Company L.L.C.	Delaware

SECOND. A Master Reorganization Agreement, dated as of June 30, 2004 (the "Reorganization Agreement"), has been approved and executed by each of the Constituent Entities in accordance with Section 18-209 of the Act.

THIRD. The Company shall be the surviving entity in the Merger. The name of the surviving entity is The Clearing House Payments Company L.L.C.

FOURTH. The Merger shall become effective 12:03 A.M. on July 1, 2004.

FIFTH. The Reorganization Agreement is on file at the following place of business of the surviving domestic limited liability company: The Clearing House Payments Company L.L.C., 100 Broad Street, New York, N.Y. 10004.

SIXTH. A copy of the Reorganization Agreement will be furnished by the surviving entity, on request and without cost, to any member of either of the Constituent Entities.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Merger as of the date first written above.


Name: Norman R. Nelson

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

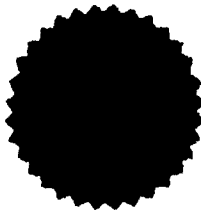
"THE CLEARING HOUSE SERVICE COMPANY L.L.C.", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "THE CLEARING HOUSE PAYMENTS COMPANY L.L.C." UNDER THE NAME OF "THE CLEARING HOUSE PAYMENTS COMPANY L.L.C.", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF JUNE, A.D. 2004, AT 9:01 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JULY, A.D. 2004, AT 12:03 O'CLOCK A.M.

3821772 8100M

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3209964

DATE: 07-01-04