

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM381901

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Heartland Payment Systems, LLC		04/22/2016	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	901 Main Street
Internal Address:	MC: TX1-492-14-06
City:	Dallas
State/Country:	TEXAS
Postal Code:	75202
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 92

Property Type	Number	Word Mark
Registration Number:	4735812	MRI
Registration Number:	4725291	HPS
Registration Number:	4679661	SMARTLINK
Registration Number:	4668139	HEARTLAND PAYMENT SYSTEMS
Registration Number:	4668138	HEARTLAND PAYMENT SYSTEMS
Registration Number:	4668137	HEARTLAND PAYMENT SYSTEMS
Registration Number:	4615802	SMARTLINK
Registration Number:	4538763	XENON
Registration Number:	4515486	HEARTLAND MOSAIC
Registration Number:	4503909	WAVERIDER
Registration Number:	4503908	WAVERIDER
Registration Number:	4436711	HEARTLAND SMARTLINK
Registration Number:	4419690	HEARTLAND MOSAIC
Registration Number:	4419528	PORTICO
Registration Number:	4419527	PORTICO
Registration Number:	4408135	WAVEREADER SPIN
Registration Number:	4365219	MOBUYLE
Registration Number:	4348824	MCS SOFTWARE

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4339003	HEARTLAND
Registration Number:	4335109	ONECARD
Registration Number:	4333982	REFUNDSELECT
Registration Number:	4323067	MCS SOFTWARE
Registration Number:	4283578	MOBUYLE
Registration Number:	4282598	WAVEREADER SPIN
Registration Number:	4255165	MYSCHOOLBUCKS
Registration Number:	4163416	COMALEX
Registration Number:	4152876	CAFÉ PREPAY
Registration Number:	4074538	HEARTLAND
Registration Number:	4074537	HEARTLAND
Registration Number:	4035243	SIMPLYLOYALTY
Registration Number:	3991197	
Registration Number:	3989644	COMALEX
Registration Number:	3971687	ACCELURAIID
Registration Number:	3941413	HEARTLAND
Registration Number:	3930164	PAYROLL WITH PERSONALITY
Registration Number:	3921229	OVATION PAYROLL
Registration Number:	3915200	SIMPLYLOYALTY
Registration Number:	3905751	ONECARD
Registration Number:	3905202	CONFIRMPAY
Registration Number:	3904967	HEARTLAND CONNECT
Registration Number:	3894896	CONFIRMPAY
Registration Number:	3869522	FULL COURSE BUSINESS SOLUTIONS
Registration Number:	3869521	FULL COURSE BUSINESS SOLUTIONS
Registration Number:	3868306	HEARTLAND SMARTLINK
Registration Number:	3865522	HEARTLAND BATCH EXPRESS
Registration Number:	3857617	E3
Registration Number:	3808022	E3 END-TO-END ENCRYPTION POWERED BY HEAR
Registration Number:	3786316	MERCHANT BILL OF RIGHTS
Registration Number:	3762235	MERCHANT BILL OF RIGHTS
Registration Number:	3734084	FRESHTXT
Registration Number:	3712488	GIVE SOMETHING BACK NETWORK
Registration Number:	3712487	GIVE SOMETHING BACK NETWORK
Registration Number:	3695183	NUTRIKIDS
Registration Number:	3642349	HEARTLAND AUTO RECOVERY
Registration Number:	3642348	HEARTLAND TABLE SIDE
Registration Number:	3578543	HEARTLAND PAYMENT SYSTEMS THE HIGHEST ST

Property Type	Number	Word Mark
Registration Number:	3541056	GSB NETWORK
Registration Number:	3541055	GSB NETWORK
Registration Number:	3488076	SL TECH
Registration Number:	3459566	XPIENT
Registration Number:	3379474	GO!POS
Registration Number:	3337854	MYNUTRIKIDS.COM
Registration Number:	3310365	NUTRIKIDS
Registration Number:	3296122	MYNUTRIKIDS.COM
Registration Number:	3270808	NUTRIKIDS
Registration Number:	3250945	ECSI
Registration Number:	3250944	ECSI
Registration Number:	3250943	SERVICE NEVER RESTS.
Registration Number:	3132232	INSTAVIEW
Registration Number:	3106380	LIQUORPOS
Registration Number:	3106379	MERCHANTPO\$
Registration Number:	2989436	CAFE ENTERPRISE
Registration Number:	2742163	HEARTLAND PAYMENT SYSTEMS
Registration Number:	2420916	MYCARD@SCHOOL
Registration Number:	2310350	LUNCHBOX
Registration Number:	2077503	NUTRIKIDS
Registration Number:	1977843	NUTRIKIDS
Serial Number:	86703666	MSB ANYWHERE
Serial Number:	86703663	MSB ANYWHERE
Serial Number:	86666809	HEARTLAND XPEDITE
Serial Number:	86666807	HEARTLAND XPEDITE
Serial Number:	86666805	HEARTLAND XPEDITE
Serial Number:	86666804	XPEDITE
Serial Number:	86666801	XPEDITE
Serial Number:	86666797	XPEDITE
Serial Number:	86489031	HEARTLAND DIRECT
Serial Number:	86268515	HPS
Serial Number:	86268502	HPS
Serial Number:	86268497	HPS
Serial Number:	86234229	IRIS
Serial Number:	85919411	MY RESTAURANT INSIGHT
Serial Number:	85874092	HEARTLAND PAYMENT SYSTEMS

CORRESPONDENCE DATA

Fax Number: 9192868199

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 919 286-8000

Email: PTO_TMconfirmation@mvalaw.com

Correspondent Name: MOORE & VAN ALLEN PLLC

Address Line 1: 3015 CARRINGTON MILL BOULEVARD

Address Line 2: SUITE 400

Address Line 4: MORRISVILLE, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	017625.4980
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NAME OF SUBMITTER:	John E. Slaughter, III.
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SIGNATURE:	/jes/
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DATE SIGNED:	04/26/2016
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Total Attachments: 6

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of April 22, 2016 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and a right to set off against the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations:

TRADEMARKS

<u>Trademark Reg. No.</u>	<u>Trademark</u>
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See Schedule 1 attached hereto

TRADEMARK APPLICATIONS

<u>Trademark Ser. No.</u>	<u>Trademark</u>
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See Schedule 1 attached hereto

Very truly yours,

HEARTLAND PAYMENT SYSTEMS, LLC,
a Delaware limited liability company



By: _____
Name: David Green
Title: Secretary

NOTICE OF GRANT OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK
REEL: 005777 FRAME: 0840

Acknowledged and Accepted:

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

By: Maria E. Weedy
Name: Maria E. Weedy
Title: Vice President

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK
REEL: 005777 FRAME: 0841

Schedule 1

Heartland Payment Systems, LLC
(Delaware Limited Liability Company)

U.S. Trademarks

Trademark Registrations

Mark	Reg. No.	Reg. Date
MRI	4735812	05/12/15
HPS	4725291	04/21/15
SMARTLINK	4679661	01/27/15
HEARTLAND PAYMENT SYSTEMS and Design	4668139	01/06/15
HEARTLAND PAYMENT SYSTEMS and Design	4668138	01/06/15
HEARTLAND PAYMENT SYSTEMS and Design	4668137	01/06/15
SMARTLINK	4615802	10/07/14
XENON	4538763	05/27/14
HEARTLAND MOSAIC	4515486	04/15/14
WAVERIDER	4503909	04/01/14
WAVERIDER	4503908	04/01/14
HEARTLAND SMARTLINK	4436711	11/19/13
HEARTLAND MOSAIC	4419690	10/15/13
PORTICO	4419528	10/15/13
PORTICO	4419527	10/15/13
WAVEREADER SPIN	4408135	09/24/13
MOBUYLE	4365219	07/09/13
MCS SOFTWARE	4348824	06/11/13
HEARTLAND	4339003	05/21/13
ONECARD and Design	4335109	05/14/13
REFUNDSELECT and Design	4333982	05/14/13
MCS SOFTWARE and Design	4323067	04/23/13
MOBUYLE	4283578	01/29/13
WAVEREADER SPIN	4282598	01/29/13
MYSCHOOLBUCKS	4255165	12/04/12
COMALEX and Design	4163416	06/26/12
CAFÉ PREPAY	4152876	06/05/12
HEARTLAND	4074538	12/20/11
HEARTLAND	4074537	12/20/11
SIMPLYLOYALTY	4035243	10/04/11
Design Only	3991197	07/05/11
COMALEX	3989644	07/05/11
ACCELURAIID and Design	3971687	05/31/11
HEARTLAND	3941413	04/05/11
PAYROLL WITH PERSONALITY	3930164	03/08/11
OVATION PAYROLL	3921229	02/15/11
SIMPLYLOYALTY	3915200	02/01/11
ONECARD and Design	3905751	01/11/11
CONFIRMPAY	3905202	01/11/11

HEARTLAND CONNECT and Design	3904967	01/11/11
CONFIRMPAY	3894896	12/21/10
FULL COURSE BUSINESS SOLUTIONS and Design	3869522	11/02/10
FULL COURSE BUSINESS SOLUTIONS	3869521	11/02/10
HEARTLAND SMARTLINK	3868306	10/26/10
HEARTLAND BATCH EXPRESS and Design	3865522	10/19/10
E3	3857617	10/05/10
E3 END-TO-END ENCRYPTION POWERED BY HEARTLAND PAYMENT SYSTEMS and Design	3808022	06/22/10
MERCHANT BILL OF RIGHTS	3786316	05/04/10
MERCHANT BILL OF RIGHTS	3762235	03/23/10
FRESHTXT	3734084	01/05/10
GIVE SOMETHING BACK NETWORK	3712488	11/17/09
GIVE SOMETHING BACK NETWORK	3712487	11/17/09
NUTRIKIDS	3695183	10/13/09
HEARTLAND AUTO RECOVERY	3642349	06/23/09
HEARTLAND TABLE SIDE	3642348	06/23/09
HEARTLAND PAYMENT SYSTEMS THE HIGHEST STANDARDS THE MOST TRUSTED TRANSACTIONS and Design	3578543	02/24/09
GSB NETWORK	3541056	12/02/08
GSB NETWORK	3541055	12/02/08
SL TECH and Design	3488076	08/19/08
XPIENT	3459566	07/01/08
GO!POS	3379474	02/05/08
MYNUTRIKIDS.COM	3337854	11/20/07
NUTRIKIDS and Design	3310365	10/16/07
MYNUTRIKIDS.COM	3296122	09/25/07
NUTRIKIDS	3270808	07/31/07
ECSI and Design	3250945	06/12/07
ECSI	3250944	06/12/07
SERVICE NEVER RESTS.	3250943	06/12/07
INSTAVIEW	3132232	08/22/06
LIQUORPOS	3106380	06/20/06
MERCHANTPOS	3106379	06/20/06
CAFE ENTERPRISE	2989436	08/30/05
HEARTLAND PAYMENT SYSTEMS	2742163	07/29/03
MYCARD@SCHOOL and Design	2420916	01/16/01
LUNCHBOX	2310350	01/25/00
NUTRIKIDS and Design	2077503	07/08/97
NUTRIKIDS	1977843	06/04/96

Trademark Applications

Mark	Appl. No.	Filing Date
MSB ANYWHERE	86703666	07/24/15
MSB ANYWHERE	86703663	07/24/15
HEARTLAND XPEDITE	86666809	06/18/15
HEARTLAND XPEDITE	86666807	06/18/15

HEARTLAND XPEDITE	86666805	06/18/15
XPEDITE	86666804	06/18/15
XPEDITE	86666801	06/18/15
XPEDITE	86666797	06/18/15
HEARTLAND DIRECT	86489031	12/23/14
HPS	86268515	05/01/14
HPS	86268502	05/01/14
HPS	86268497	05/01/14
IRIS	86234229	03/27/14
MY RESTAURANT INSIGHT	85919411	04/30/13
HEARTLAND PAYMENT SYSTEMS and Design	85874092	03/12/13