

ESTTA Tracking number: **ESTTA4134**

Filing date: **12/24/2003**

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

Proceeding	92042635
Party	Defendant MONEY ACCESS SERVICE CORP. MONEY ACCESS SERVICE CORP. TECHNOLOGY PARK 25209 COUNTRY CLUB BLVD. NORTH OLMSTED, OH 44070
Correspondence Address	MONEY ACCESS SERVICE CORP. TECHNOLOGY PARK 25209 COUNTRY CLUB BLVD. NORTH OLMSTED, OH 44070
Submission	Motion to be Substituted as Respondent and Power of Attorney
Filer's Name	William H. Hollander
Filer's e-mail	whollander@wyattfirm.com
Signature	/william h hollander/
Date	12/24/2003
Attachments	LOU_LIT-20213609-v1-money access motion to be substituted as respondent and poa.pdf (2 pages) moneyaccessmerger.pdf (9 pages) starprocessing.PDF (2 pages)

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

GRANT BANK & TRUST OF)	
FLORIDA)	
)	
PETITIONER)	
)	CANCELLATION NO. 92042635
v.)	
)	
MONEY ACCESS SERVICE CORP.)	
)	
REGISTRANT)	

MOTION TO BE SUBSTITUTED AS RESPONDENT
AND POWER OF ATTORNEY

Star Processing, Inc., a Delaware corporation, the current owner of Registration No. 1,496,148 (“Star Processing”), for its Motion to be Substituted as Respondent and Power of Attorney, states as follows:

1. Money Access Service Corp., listed as the owner of Reg. No. 1,496,148 in the records of the United States Patent and Trademark Office, merged into Money Access Service Inc., a Delaware corporation, on December 31, 1996, as documents attached hereto show.

2. Money Access Service Inc. changed its name to Star Processing, Inc. on December 31, 2002, as documents attached hereto show.

3. Star Processing, Inc. is the current owner of Reg. No. 1,496,148, at issue in this action, and requests that it be substituted as Respondent, pursuant to TBMP 310.01.

4. Star Processing, Inc. appoints the firm of Wyatt, Tarrant & Combs, LLP, 500 West Jefferson Street, Suite 2600, Louisville, Kentucky 40202 and William H. Hollander and Steven L. Snyder, members of said firm, as its attorneys with full power of substitution to transact all business in the United States Patent and Trademark Office in the above-identified cancellation proceeding.

Correspondence should be addressed to the above-identified firm to the attention of William H. Hollander.

Respectfully submitted,

/william h hollander/

William H. Hollander
Steven L. Snyder
WYATT, TARRANT & COMBS, LLP
500 West Jefferson Street, Suite 2800
Louisville, Kentucky 40202-2898
502.589.5235 (telephone)
502.589.0309 (facsimile)

Counsel for Registrant,
Star Processing, Inc.

Date: December 24, 2003

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing was served upon J. Rodman Steele, Jr., Akerman Senterfitt, 222 Lakeview Avenue, Suite 400, P.O. Box 3188, West Palm Beach, Florida 33402-3188, counsel for Petitioner, by first class mail, postage prepaid, this 24TH day of December, 2003.

/william h. hollander/

OHIO SECRETARY OF STATE
PROCESSING STATEMENT
01/28/97

CHARTER NUMBER: FL965332
ROLL AND FRAME: 5727-1005

05727-1005

CORPORATION:

MONEY ACCESS SERVICE INC.

DOCUMENT NUMBER	CODE	FEE
96122451101	MUL	100.00
96122451101	MIS	10.00
	PER	NO FEE

060166

RETURN TO: C T CORPORATION SYSTEM
ATTN: R LAWRENCE
17 S HIGH ST
COLUMBUS OH 43215

TOTAL : 110.00

3319

05/27/2003



The State of Ohio

Bob Taft

Secretary of State

FL965332

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous

Filings; that said records show the filing and recording of: MUL MIS PER

of:

MONEY ACCESS SERVICE INC.

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll 5727 at Frame 1007 of
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at

Columbus, Ohio, this 24TH day of DEC ,

A.D. 19 96 .



Bob Taft

Bob Taft
Secretary of State

SENT BY:

12-24-96 ; 9:18 ; CT PHILA...Team 1-

614 621 1806:# 2/ 7



Prescribed by
Bob Taft, Secretary of State
30 East Broad Street, 14th Floor
Columbus, Ohio 43266-0418
Form MER (July 1994)

05727-1007

965332

Approved *[Signature]*
Date 12/24/96
Fee 100-

96122451101

[Signature] 12/31/96

CERTIFICATE OF MERGER

In accordance with the requirements of Ohio law, the undersigned corporations, limited liability companies and/or limited partnerships, desiring to effect a merger, set forth the following facts:

I. SURVIVING ENTITY

A. The name of the entity surviving the merger is:

Money Access Service Inc.

(If the surviving entity is an Ohio limited partnership or qualified foreign limited partnership, its registration number must be provided)

B. Name change: As a result of this merger, the name of the surviving entity has been changed to the following:

only if the name of surviving entity is changing through the merger

C. The surviving entity is a: *(Please check the appropriate box and fill in the appropriate blanks)*

- Domestic (Ohio) corporation
- Foreign (Non-Ohio) corporation incorporated under the laws of the state/ country of _____ and licensed to transact business in the state of Ohio.
- Foreign (Non-Ohio) corporation incorporated under the laws of the state/country of Delaware, and NOT licensed to transact business in the state of Ohio.
- Domestic (Ohio) limited liability company
- Foreign (Non-Ohio) limited liability company organized under the laws of the state/country of _____, and registered to do business in the state of Ohio.
- Foreign (Non-Ohio) limited liability company organized under the laws of the state/country of _____, and NOT registered to do business in the state of Ohio.
- Domestic (Ohio) limited partnership, registration number _____



(OHIO - 1507 - 6/16/94)

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12-24-96 : 9:18 : CT PHILA... Team 1-

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- [] Foreign (Non-Ohio) limited partnership organized under the laws of the state/country of _____, and registered to do business in the state of Ohio, under registration number _____
- [] Foreign (Non-Ohio) limited partnership organized under the laws of the state/country of _____, and NOT registered to do business in the state of Ohio.

II. Merging Entities

The name, type of entity, and state/country of incorporation or organization, respectively, of each entity, other than the survivor, which is a party to the merger are as follows: (if insufficient space to cover this item, please attach a separate sheet listing the merging entities; Ohio registered or foreign qualified limited partnerships must include registration number)

Name	State/ Country of Organization	Type of Entity
^{Service} Money Access Corp.	Ohio	Business Corporation

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III. Merger Agreement on File

The name and mailing address of the person or entity from whom/which eligible persons may obtain a copy of the agreement of merger upon written request:

Name	Address
Money Access Service Inc.	25209 Country Club Blvd. (street and number) North Olmsted, Ohio 44070 (city, village or township) (state) (zip code)

IV. Effective Date of Merger

This merger is to be effective:

On December 31, 1996 (if a date is specified, the date must be a date on or after the date of filing; the effective date of the merger cannot be earlier than the date of filing; if no date is specified, the date of filing will be the effective date of the merger).

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12-24-96 : 9:19 : CT PHILA...Team 1-

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V. Merger Authorized

The laws of the state or country under which each constituent entity exists, permits this merger.

This merger was adopted, approved and authorized by each of the constituent entities in compliance with the laws of the state under which it is organized, and the persons signing this certificate on behalf of each of the constituent entities are duly authorized to do so .

VI. Statutory Agent

The name and address of the surviving entity's statutory agent upon whom any process, notice or demand may be served is:

Name	Address
<hr/>	
<small>(complete street address)</small>	
<hr/>	
<small>(city, village or township)</small>	<small>(zip code)</small>

(This item MUST be completed if the surviving entity is a foreign entity which is not licensed, registered or otherwise authorized to conduct or transact business in the State of Ohio)

Acceptance of Agent

The undersigned, named herein as the statutory agent for the above referenced surviving entity, hereby acknowledges and accepts the appointment of statutory agent for said entity.

Signature of Agent

(The acceptance of agent must be completed by domestic surviving entities if through this merger the statutory agent for the surviving entity has changed, or the named agent differs in any way from the name reflected on the Secretary of State's records.)

VII. Statement of Merger

Upon filing, or upon such later date as specified herein, the merging entity/entities listed herein shall merge into the listed surviving entity.

VIII. Amendments

The articles of incorporation, articles of organization or certificate of limited partnership (strike the inapplicable terms) of the surviving domestic entity herein, are amended as set forth in the attached "Exhibit A"

(Please note that any amendments to articles of incorporation, articles of organization or to a certificate of limited partnership MUST be attached if the surviving entity is a DOMESTIC corporation, limited liability company, or limited partnership.)

(OHIO - 1507)

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12-24-96 ; 9:19 ; CT PHILA...Team 1+

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2. Foreign Qualifying Limited Partnership
(If the qualifying entity is a foreign limited partnership, the following information must be completed)

- a. The name of limited partnership is _____
- b. The limited partnership was formed on _____
under the laws of the state/country of _____
month day year
- c. The address of the office of the limited partnership in its state/country of organization is _____
- d. The limited partnership's principal office address is _____
- e. The names and business or residence addresses of the GENERAL partners of the partnership are as follows:

Name	Address
_____	_____
_____	_____
_____	_____

(If insufficient space to cover this item, please attach a separate sheet listing the general partners and their respective addresses)

- f. The address of the office where a list of the names and business or residence addresses of the limited partners and their respective capital contributions is to be maintained is:

The limited partnership hereby certifies that it shall maintain said records until the registration of the limited partnership in Ohio is cancelled or withdrawn.

SENT BY:

12-24-96 : 9:20 : CT PHILA...Team 1*

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The undersigned constituent entities have caused this certificate of merger to be signed by its duly authorized officers, partners and representatives on the date(s) stated below.

Money Access Service Inc.
exact name of entity
By: E. J. Nolan
Its: TREASURER
Date: _____

Money Access Service Corp.
exact name of entity
By: E. J. Nolan
Its: TREASURER
Date: _____

exact name of entity
By: _____
Its: _____
Date: _____

exact name of entity
By: _____
Its: _____
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exact name of entity
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Its: _____
Date: _____

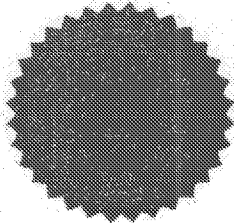
(Please note that the chairman of the board, the president, vice president, secretary or an assistant secretary must sign on behalf of each constituent corporation, and at least one general partner must sign on behalf of each constituent limited partnership; if insufficient space for signature, a separate sheet should be attached complying with requirements)

(OHIO - 1507)

COPY OF THE CERTIFICATE OF AMENDMENT OF "MONEY ACCESS SERVICE
INC.", CHANGING ITS NAME FROM "MONEY ACCESS SERVICE INC." TO
"STAR PROCESSING, INC.", FILED IN THIS OFFICE ON THE
TWENTY-THIRD DAY OF DECEMBER, A.D. 2002, AT 12:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE
NEW CASTLE COUNTY RECORDER OF DEEDS.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF AMENDMENT IS THE THIRTY-FIRST DAY
OF DECEMBER, A.D. 2002.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2299079 8100

AUTHENTICATION: 2168270

020795340

DATE: 12-24-02

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of Money Access Service, Inc. be amended by changing the First Article thereof so that as amended, said Article shall be and reads as follows:

"Article First: The name of the corporation is Star Processing, Inc."

SECOND: That in lieu of a meeting and vote of the stockholder, the sole stockholder has given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the Act.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the Act, on December 23, 2002.

FOURTH: That this Certificate of Amendment of the Certificate of Incorporation shall be effective at the close of business on December 31, 2002.

IN WITNESS WHEREOF, this corporation has caused this Certificate to be signed by a duly authorized officer, this 23rd day of December, 2002.

MONEY ACCESS SERVICE, INC.

By: E. T. Haslam
Edward T. Haslam
Treasurer

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 12:30 PM 12/23/2002
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