

5-698

05-14-1998



COVER SHEET
ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

MAY 6 1998

Tab settings

To the Honorable Commissioner

100709907

and the attached original documents or copy thereof.

1. Name of conveying party(ies):

FileTrac Corporation

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State California
- Other _____

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

3. Nature of conveyance:

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

Execution Date: April 23, 1998

2. Name and address of receiving party(ies)

Name: ImageMax, Inc.

Internal Address: _____

Street Address: 1100 Hector Street
Suite 396

City: Conshohocken State: PA ZIP: 19428

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Pennsylvania
- Other _____

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

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

A. Trademark Application No.(s)

75/242, 350

05/12/1998 DCDATES 00000143 75242350

01 FC:481

40.00 OP

Additional numbers attached? Yes No

B. Trademark Registration No.(s)

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

Name: Kathryn A. Donohue

Internal Address: Pepper Hamilton LLP

Street Address: 3000 Two Logan Square

18th & Arch Streets

City: Philadelphia State: PA ZIP: 19103

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

500436

(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.

Mindy Ellis Schwartz

Name of Person Signing

Mindy Ellis Schwartz
Signature

May 5, 1998

Date

Total number of pages including cover sheet, attachments, and document:

TRADEMARK ASSIGNMENT

This Assignment is made on this 23rd day of April, 1998 by FileTrac Corporation, a California corporation ("Assignor"), for the benefit of ImageMax, Inc., a Pennsylvania corporation ("Assignee").

WHEREAS, pursuant to that certain Asset Purchase Agreement, dated as of the date hereof, between Assignor, Thomas B. Mowery and Assignee (the "Agreement"), Assignor agreed to assign to Assignee certain trademarks described below in consideration of certain payments by Assignee to Assignor (as more fully described in the Agreement); and

WHEREAS, Assignor and Assignee desire to confirm such transfer pursuant to this Assignment.

NOW, THEREFORE, in consideration of the receipt of the payments described above and for other good and valuable consideration set forth in the Agreement, Assignor hereby irrevocably assigns and transfers to Assignee all of Assignor's right, title and interest in and to the Intellectual Property (as defined in the Agreement), including the trademarks listed below, together with the goodwill associated therewith and symbolized thereby, and the registrations thereof and applications therefor, including the right to sue for past infringement, if there may be any (collectively, the "Property"):

<u>Trademark</u>	<u>Jurisdiction</u>	<u>Regist./Appl. No.</u>	<u>Reg./Appl. Date</u>
FILETRAC	International Class 40	75/242,350	2/13/97
CDFILE		(application not yet filed)	

Assignor hereby authorizes and requests the United States Commissioner of Patents and Trademarks, if applicable, and as appropriate, the corresponding officials of the several states and of all foreign countries to record Assignee as the owner of and/or to issue in accordance with this instrument all registrations of the Property and all applications for any of the same, which are assigned to Assignee by this instrument.

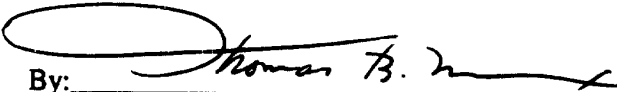
and instruments as may, in Assignee's reasonable judgment, be necessary in order to evidence Assignee's ownership of the Property, at the sole expense of Assignee.

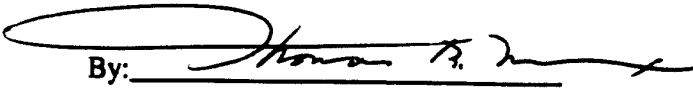
This Assignment and all questions relating to its validity, interpretation, performance and enforcement shall be governed and construed in accordance with the laws of the Commonwealth of Pennsylvania.

This Assignment shall inure to the benefit of Assignee and its successors and assigns and shall be binding upon Assignor and its successors and assigns.

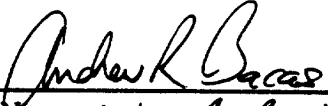
IN WITNESS WHEREOF, the undersigned has duly executed this Trademark Assignment on the date first-above written.

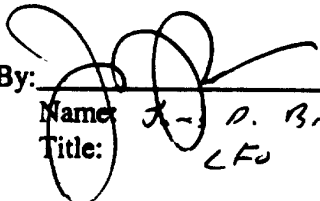
FILETRAC CORPORATION

By: 
Name: THOMAS B. MOWERY
Title: PRESIDENT

By: 
Name: THOMAS B. MOWERY
Title: CORPORATE SECY,

IMAGEMAX, INC.

By: 
Name: Andrew R. Breen
Title: Secretary

By: 
Name: James D. Breen
Title: CFO

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

NO 5897

State of California
 County of Alameda
 On April 23, 1998 before me, T.A. Garbisu Notary Public
DATE NAME, TITLE OF OFFICER, E.G. "JANE DOE, NOTARY PUBLIC"
 personally appeared Thomas B. Mowery
NAME(S) OF SIGNER(S)

personally known to me - OR - proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.



T.A. Garbisu
SIGNATURE OF NOTARY

OPTIONAL

Though the data below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent reattachment of this form.

CAPACITY CLAIMED BY SIGNER

- INDIVIDUAL
- CORPORATE OFFICER
President, Corporate Secretary
TITLE(S)
- PARTNER(S) LIMITED GENERAL
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR
- OTHER: _____

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(ES)

DESCRIPTION OF ATTACHED DOCUMENT

Trademark Assignment
TITLE OR TYPE OF DOCUMENT

Three (3)
NUMBER OF PAGES

April 23, 1998
DATE OF DOCUMENT

Thomas B. Mowery - President
 (Notarized Signature Only)

SIGNER(S) OTHER THAN NAMED ABOVE