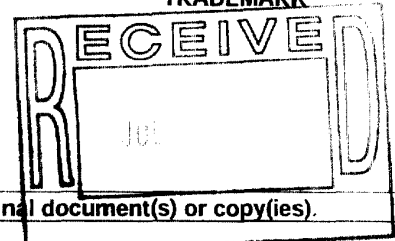


07-08-1998



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RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY



7-1-98

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID #
- Correction of PTO Error  
Reel #  Frame #
- Corrective Document  
Reel #  Frame #

Conveyance Type

- Assignment
- License
- Security Agreement
- Nunc Pro Tunc Assignment  
Effective Date  
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date  
Month Day Year  
4 1 98

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AK/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

07/07/1998 SSMITH 00000020 75312464

FOR OFFICE USE ONLY

01 FC:481  
02 FC:482

40.00 OP  
200.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

REEL: 1748 FRAME: 0031

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property)

**Trademark Application Number(s)**

**Registration Number(s)**

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment: Enclosed  Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes  No

**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. Charges to deposit account are authorized, as indicated herein.

Mark R. Edwards

*Mark R. Edwards*

26 June 98

Name of Person Signing

Signature

Date Signed


**ASSIGNMENT OF TRADEMARKS AND SERVICE MARKS**


In consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, **MARK R. EDWARDS** and **ANN J. EWEN**, individuals, hereby confirm and ratify their prior assignment, and hereby reassign to **EDWARDS-EWEN, INC.**, an Arizona corporation, formerly known as **TEAMS, Inc.** having an address of 4812 South Mill Avenue, Tempe, Arizona 85282, any and all right, title and interest in and to all of the trademarks and service marks set forth on Schedule A attached hereto, together with the entire business or portion thereof to which the mark pertains as required by 15 U.S.C. § 1060, and the goodwill of the business associated therewith, including without limitation all rights in and to the federal and state trademark and service mark registrations and applications listed on Schedule A hereto.

In consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, **EDWARDS-EWEN, INC.**, an Arizona corporation having an address of 4812 South Mill Avenue, Tempe, Arizona 85282 ("Assignor"), for itself and its successors and assigns, hereby assigns to **TEAMS INTERNATIONAL, LLC**, an Arizona limited liability company having an address of 4812 South Mill Avenue, Tempe, Arizona 85282 ("Assignee"), its successors and assigns, all right, title and interest in and to all of the trademarks and service marks set forth on Schedule A attached hereto and made a part hereof (collectively, the "Trademarks"), together with the goodwill of the business associated therewith, including without limitation all rights in and to the federal and state trademark and service mark registrations and applications listed on Schedule A hereto.


This Assignment of Trademarks and Service Marks includes the right to apply for registration of any and all of the Trademarks in any and all jurisdictions where such registration is desired by Assignee, the right to renew any existing registrations, and the right to claim for any and all damages by reason of past infringement of any of the Trademarks, with the right to sue for and collect the same for Assignee's own use and enjoyment and for the use and enjoyment of its successors and assigns.


**IN WITNESS WHEREOF**, Assignor has caused this Assignment of Trademarks and Service Marks to be executed by its duly authorized officer as of this 1st day of April, 1998.

  
\_\_\_\_\_  
**MARK R. EDWARDS**, an individual

  
\_\_\_\_\_  
**ANN J. EWEN**, an individual

**EDWARDS-EWEN, INC.**

By:   
\_\_\_\_\_  
Mark R. Edwards, CEO

By:   
\_\_\_\_\_  
Ann J. Ewen, President

**SCHEDULE A**

**TRADEMARKS AND SERVICE MARKS**

**Existing Federal Registrations:**

<u>Reg. No.</u>	<u>Mark</u>	<u>Reg. Date</u>	<u>Int'l Class</u>
1,837,009	TEAMS [and Design]	5/17/94	35
1,805,159	UPWARD REVIEW	11/16/93	9
1,789,848	BRAINTRUST	8/24/93	9
1,796,820	360 FEEDBACK [and Design]	10/5/93	9
1,725,118	INTELLIGENT CONSENSUS [Stylized]	10/20/92	9
1,687,615	INSIGHT PROFILES [Stylized]	5/19/92	9

**Existing Arizona State Registration:**

<u>Reg. No.</u>	<u>Mark</u>	<u>Reg. Date</u>
158,167	360 DEGREE FEEDBACK	<u>1/9</u>

**Pending Registrations:**

<u>App. No.</u>	<u>Mark</u>	<u>Filing Date</u>	<u>Int'l Class</u>
75/312,464	HVA	6/20/97	41
75/249,802	3D	3/3/97	9
75/245,055	3D	2/21/97	16
75/205,455	INTELLISCORING	11/27/96	42
75/205,454	INTELLIREPORTING	11/27/96	42

**Unregistered Marks:**

- Career Navigator
- Multisource 360 Feedback
- Soft Skills Assessment
- Super 360
- Teams
- 360
  
- Variations of any of the registered or unregistered trademarks, service marks and trade names listed on this Schedule A.
  
- All other registered and unregistered trademarks, service marks and trade names used and owned by Assignor in connection with its human resource related assessment process and related management consulting services, together with the goodwill associated therewith.