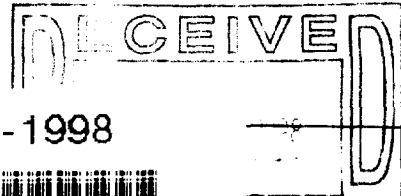


12-28-98



RECORDATION FORM COVER SHEET  
TRADEMARKS

12-30-1998



100931618

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies):  Pricewaterhouse Coopers LLP</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> General Partnership <input type="checkbox"/> Corporation-State <input type="checkbox"/> Other</p> <p><input type="checkbox"/> Association <input checked="" type="checkbox"/> Limited Partnership</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Security Agreement <input type="checkbox"/> Other</p> <p><input type="checkbox"/> Merger <input type="checkbox"/> Change of Name</p> <p>Execution Date: 11/17/98</p>	<p>2. Name and address of receiving party(ies): Name: Automated Business Development Corporation Internal Address: Street Address: 529 Main Street, The Schrafft Center City: Boston State: MA ZIP: 02129</p> <p><input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation State <input type="checkbox"/> Other</p> <p>If assignee is not domiciled in the United States a domestic representative designation is attached. <input type="checkbox"/> Yes <input type="checkbox"/> No (Designation must be a separate document from Assignment) Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
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<p>4. Application number(s) or registration number(s): A. Trademark Application No (s)</p>	<p>B. Trademark Registration No.(s) 2,019,219</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: Mark A. Fischer Internal Address:  Street Address: Palmer &amp; Dodge LLP One Beacon Street  City: Boston State: MA ZIP: 02108</p>	<p>6. Total number of applications and registrations involved 1</p> <p>7. Total fee (37 CFR 3.41)..... \$40.00 <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number:  (Attach duplicate copy of this page if paying by deposit account)</p>
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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.

Name of Person Signing Peter A. Lemay Signature Date 12/3/98

Total number of pages comprising cover sheet, attachments and document: 1

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ASSIGNMENT OF TRADEMARK

WHEREAS, PricewaterhouseCoopers LLP ("Assignor"), a Delaware limited liability partnership whose principal place of business is located at 1301 Avenue of the Americas, New York, New York, has adopted, used and is using the following mark for which said Assignor has obtained registration;

<u>Mark</u>	<u>Reg. Date</u>	<u>Reg. Number</u>
BLUE2	November 26, 1996	2, 019,219

WHEREAS, Automated Business Development Corporation ("Assignee"), a Massachusetts corporation whose principal place of business is located at 529 Main Street, Boston, Massachusetts, is desirous of acquiring said mark and the registration thereof;

NOW, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign unto the said Assignee, all right, title and interest in and to the said mark and the registration thereof, No. 2,019,219, together with the goodwill of the business symbolized by the mark and with all rights in and to any and all causes of action heretofore or hereafter accrued or accruing for infringement or threatened or alleged infringement of said mark.

Witness, my hand and seal this 17th day of Nov., 1998

PricewaterhouseCoopers LLP

By: Ronald B. Hauben  
Ronald B. Hauben  
Principal

State of New York

County of New York

On this 17th day of Nov, 1998, before me personally appeared Ronald B. Hauben, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of PricewaterhouseCoopers LLP with authority to do so.

Manly Schwartz  
Notary Public

My commission expires: 11/1/00

