

02-16-1999



100969413

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

2-11-99

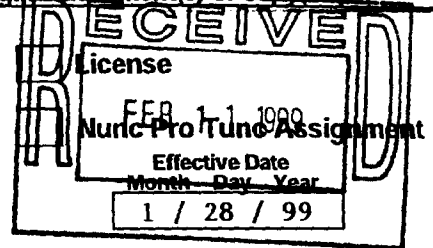
TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies)

Submission Type

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

Conveyance Type

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



Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date Month Day Year

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/AKA/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.)

02/12/1999 DNGUYEN 00000177 1636277 FOR OFFICE USE ONLY

01 FC:481 40.00 DP

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(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 1854 FRAME: 0320

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)

| | | |
|----------------------|----------------------|----------------------|
| <input type="text"/> | <input type="text"/> | <input type="text"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> |

| | | |
|--|----------------------|----------------------|
| <input type="text" value="1,636,277"/> | <input type="text"/> | <input type="text"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> |

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:

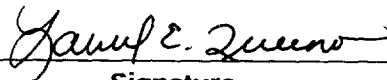
Yes

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.

Laurel E. Queeno, Esq.



2/11/99

Name of Person Signing

Signature

Date Signed

ASSIGNMENT

WHEREAS, MANAGEMENT RECRUITERS INTERNATIONAL, INC., a Delaware corporation, of 200 Public Square, Cleveland, Ohio (hereinafter referred to as "Assignor"), possesses rights to a service mark and a registration thereof; namely, the mark CAREERPATH and United States Certificate of Registration No.1, 636,277 issued February 26,1991 and covering said mark for personnel placement services; and

WHEREAS, CAREERPATH.COM LLC, a Delaware limited liability company (hereinafter referred to as "Assignee"), is desirous of acquiring the existing rights of Assignor in and to the trademark CAREERPATH and the Registration thereof, No.1, 636,277, including the good will associated with the service mark;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers unto Assignee its existing rights to the service mark CAREERPATH and the registration thereof No.1, 636,277, together with the good will of the business symbolized by said mark, including the right to sue and collect for any past or other infringement thereof; but without any representation or warranty as to the validity of the mark or the registration thereof.

IN WITNESS WHEREOF, Assignor has caused this instrument of assignment to be signed by its duly authorized officer identified below this 28th day of January, 1999.

MANAGEMENT RECRUITERS INTERNATIONAL,
INC.

By: Vincent Webb
Vincent Webb, Vice President