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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of Party(ies) conveying an interest: Brissman-Kennedy, Inc.
2140 Energy Park Drive
St. Paul, Minnesota 55108

Individual(s) Association
 General Partnership Limited Partnership
 Corporation Minnesota
 Other

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

2. Name and Address of Party(ies) receiving an interest:

Name: AmSan Minnesota, Inc.
Internal Address: _____
Street Address: 8000 Regency Parkway, Suite 555
City: Cary State: NC ZIP: 27511-8513

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation North Carolina
 Other _____

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

3. Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: January 5, 1999

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)

Additional numbers attached? Yes No

B. Trademark Registration No.(s)
2,078,034

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

Name: Dorinda L. Peacock, Esq.
Internal Address: Moore & Van Allen, PLLC
Street Address: One Hannover Square, Suite 1700
City: Raleigh State: NC ZIP: 27601

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.4): \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
(Attach duplicate copy of this form if paying by deposit account):

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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.

Dorinda L. Peacock Dorinda L. Peacock 2-16-99
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: 3

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

ASSIGNMENT OF TRADEMARK AND ACCOMPANYING GOODWILL

WHEREAS, BRISSMAN-KENNEDY INC., a Minnesota corporation, ("Assignor") having a place of business at 2140 Energy Park Drive, St. Paul, Minnesota 55108, is the owner of the trademark set forth in Exhibit A, attached hereto and incorporated by reference into this Agreement;

WHEREAS, AMSAN MINNESOTA, INC., a North Carolina corporation, ("Assignee") having a place of business at 8000 Regency Parkway, Suite 555, Cary, North Carolina 27511-8513, is desirous of acquiring Assignor's trademark as listed in Exhibit A;

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and for other good and valuable consideration, receipt of which Assignor acknowledges by its execution below, Assignor assigns to Assignee all its right, title and interest in and to the mark identified above, together with the goodwill associated with and symbolized by such mark.

Dated: 11/5/99

BRISSMAN-KENNEDY INC.,
a Minnesota corporation

By: _____


Chris A. Norgren
President and Chief Executive Officer

**EXHIBIT A
TO
ASSIGNMENT OF TRADEMARK AND ACCOMPANYING GOODWILL**

MATCRAFTERS, Registration No. 2,078,034, registered July 8, 1997 with the United States Patent and Trademark Office.