03-19-1999



J.S. DEPARTMENT OF COMMERCE

Petent and Trademark Cffice  To the Honorable Commissioner of Patents an.  100988884  1. Name of conveying party(ies):  NovaMark, Inc.  NovaMark, Inc.  103 Foulk Road, Suite 232  Wilhington, DE 19803    Association   Associati	FORM	PTO-1594 (Rev.	6-93)	/ REC(		i ii ii ii ii	J.S. DEPARTMENT	OF COMMERCE	
1. Name of conveying party(les):    Name of conveying party(les):   NovaMark, Inc. 103 Foulk Road, Suite 232   Name and address of receiving party(les):   NovaMark, Inc. 103 Foulk Road, Suite 232   Name and address: Attn: General Counsel Internal Address: Attn: General Counsel Internal Address: Attn: General Counsel Internal Address: 103 Foulk Road, Suite 262   Internal Address: 103 Foulk Road, Suite 262   Other							Patent and Trademark Office		
NovaMark, Inc. 103 Foulk Road, Suite 232 Wilmington, DE 19803    Individual(s)	To	the Honorable C	ommissioner of F	Patents an 10	109888	384	original documents or	copy thereof.	
Internal Address: Attn: General Counsel	1.	Name of convey	ying party(ies):		2.	Name and addr	ess of receiving part	y(ies):	
□ Individual(s) □ Association □ City: Wilmington State: Delaware ZIP: 19803  □ Corporation - State □ Delaware □ City: Wilmington State: Delaware ZIP: 19803  □ Cother □ Additional name(s) of conveying party(ies) attached? □ Yes ☒ No  □ Nature of conveyance: □ Assignment □ Merger □ Change of Name □ Other □ Change of Name □ Other □ Change of Name □ Other □ Change of Name □ Change of Name □ Change of Name □ Change of Name □ Other □ Change of Name □ Other □ Change of Name □ Change of Name □ Other □ Change of Name □ Change of Name □ Change of Name □ Change of Name □ Other □ Change of Name □ Change o		· · · · · · · · · · · · · · · · · · ·				Name: NCES l	icensing, Inc.		
□ General Partnership □ Limited Partnership □ City: Wilmington State: Delaware □ Other □ Additional name(s) of conveying party(ies) attached? □ Yes □ No  3. Nature of conveyance: □ Association □ General Partnership □ Change of Name □ Other □ Corporation - State □ Delaware □ Chinge of Name □ Other □ Change of Name □ Corporation - State □ Delaware □ Chingential State □ Change of Name □ Change of		Wilmington, DE	19803			Internal Address	s: Attn: Gene	ral Counsel	
© Corporation - State Delaware Other Othe	☐ General Partnership ☐ Limited Partnership ☐ Corporation - State ☐ Delaware ☐ Other ☐ Delaware ☐ Other ☐ Delaware ☐ Del					Street Address: 103 Foulk Road, Suite 262			
3. Nature of conveyance:    Sassignment						City: Wilmington State: Delaware ZIP: 19803			
Association   General Partnership   Change of Name   C									
Security Agreement	3. Nature of conveyance:					☐ Association			
Cother		-				☐ Limited Parts	nership		
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)		• •			□ Corporation - State <u>Delaware</u>				
A. Trademark Application No.(s)    B. Trademark Registration No.(s)	Execution Date: March 2, 1999				designati a separa	designation is attached:			
NOVAPRO, No. 2,149,757  Additional numbers attached? □ Yes ☒ No  5. Name and address of party to whom correspondence concerning document should be mailed:  Name: Frederic M. Wilf Internal Address:  Street Address: Saul, Ewing, Remick & Saul LLP 1055 Westlakes Drive, Suite 150 City: Berwyn State: PA ZIP: 19312-2410  Statement and signature.  9. Statement and signature.  To the best of my knowledge and belief, the foregoing information is true and correct and any attacned copy is a unocopy of the original document.  Name of Person Signing  6. Total number of applications and registrations involved:  1  Total fee (37 CFR 3.41)	4.	Application num	ber(s) or paten	t number(s).					
Additional numbers attached?	A. Trademark Application No.(s)				1	B. Trademark Registration No.(s)			
5. Name and address of party to whom correspondence concerning document should be mailed: Name: Frederic M. Wilf Internal Address:  Street Address: Saul, Ewing, Remick & Saul LLP 1055 Westlakes Drive, Suite 150 City: Berwyn State: PA ZIP: 19312-2410  3/19/1999 MNUTEN 0000003 2149757  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 attacned cupy is a use copy of the original document.  Frederic M. Wilf Name of Person Signing  6. Total number of applications and registrations involved:  7. Total fee (37 CFR 3.41)\$ 40.00  Senctors 1  7. Total fee (37 CFR 3.41)\$ 40.00  Authorized to be charged to deposit account underpayments or underpayments only): 50-0469 (Attach duplicate copy of this part of this part of the part o	i								
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Internal Address:  Street Address: Saul, Ewing, Remick & Saul LLP  1055 Westlakes Drive, Suite 150  City: Berwyn State: PA ZIP: 19312-2410  3/19/1999 MRNYEN 0000003 2149757  DO NOT USE THIS SPACE  1 FC:481  40.00 0P  9. Statement and signature.  To the best of my knowledge and belief, the foregoing information is true and correct and any attacneu cupy is a true copy of the original document.  Frederic M. Wilf  Name of Person Signing  Deposit account number (overpayments or underpayments only):  8. Deposit account number (overpayments or underpayments only):  8. Deposit account number (overpayments or underpayments only):  9. Statement account number (overpayments or underpayments only):  8. Deposit account number (overpayments or underpayments only):  50-0469  (Attach duplicate copy of this part;  50-0469  (Att	5.	correspondence concerning document should be			6.			1	
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DO NOT USE THIS SPACE  1 FC:481  40.00 OP  O3-05-1999  U.S. Patent & TMOto/TM Mail Rept Dt: #40  9. Statement and signature.  To the best of my knowledge and belief, the foregoing information is true and correct and any attacneu copy is a true copy of the original document.  Frederic M. Wilf  Name of Person Signing  DO NOT USE THIS SPACE   O3-05-1999  U.S. Patent & TMOto/TM Mail Rept Dt: #40  A true  Copy of the original document.  Signature  Date		City: Berwyn	State: PA	ZIP: 19312-2410	(At	ttach duplicate copy o		enosit account)	
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Copy of the original document.  Frederic M. Wilf Name of Person Signing  Signature  March 4, 1999 Date	9.			nd helief the foregoing	informati	on is true and co		•	
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						1 will	March 4,	1999	

Berwyn 547165.1 3/4/99

## **Assignment of Service Mark**

This Assignment of Service Mark ("Assignment") is by and between **NovaMark, Inc.**, a Delaware corporation, with its principal office at Suite 232, 103 Foulk Road, Wilmington, Delaware 19803 ("Assignor"), and **NCES Licensing, Inc.**, a Delaware corporation, with its principal office at Suite 262, 103 Foulk Road, Wilmington, Delaware 19803 ("Assignee"), effective as of March 2, 1999.

Whereas, Assignor has used and is using in its business and practice, directly and by license to others, and Assignor owns all of the entire right, title and interest in and to the service mark, trademark and trade name "NOVAPRO" (the "Mark");

Whereas, the Assignor is the record owner of, and Assignor owns all of the entire right, title and interest in and to, the registration for the Mark with the U.S. Patent and Trademark Office at No. 2,149,757 dated April 7, 1998 (the "Registration");

Whereas, Assignor and Assignee have entered into an agreement that provides, inter alia, that Assignor agrees to transfer to Assignee all of Assignor's ongoing and existing business, or portion thereof, to which the Mark and the Registration pertain (the "Business"), including goods and services designated and associated by Assignor with the Mark and the Registration; and

Whereas, under the terms of the Agreement, Assignor agrees to assign and transfer to Assignee the exclusive ownership of the Mark and the Registration along with the Business, and all rights incident thereto, including the goodwill of the Business symbolized by the Mark;

Whereas, it is desired that the assignment of the Mark and the Registration be made of record in the U.S. Patent and Trademark Office, and any and all other appropriate authorities and agencies;

Now, Wherefore, 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, Assignor hereby assigns to Assignee all right, title and interest in and to the Mark and the Registration, and the goodwill symbolized by said Mark.

In Witness Whereof, intending to be legally bound in accordance with the law of the State of Delaware, the parties have caused this Assignment to be executed by their authorized representatives in Wilmington, Delaware, U.S.A., as of the 2nd day of March, 1999.

NovaMark, Inc. (Assignor)

NCES Licensing, Inc. (Assignee)

Andrew T. Panaccione, Secretary

RECORDED: 03/05/1999

Andrew T. Panaccione, Secretary

TRADEMARK REEL: 1869 FRAME: 0793