

04-07-1999

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U.S. Department of Commerce
Patent and Trademark Office

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To the Honorable Commissioner

1. Name of conveying party:
Mobility Services Int

03-18-1999

U.S. Patent & TMO/TM Mail Rcpt Dt. #61

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation - State Massachusetts
- Other

Additional name(s) of conveying Party(ies) attached?

Yes No

3. Nature of conveyance:

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

Execution Date: December 14, 1998

2. Name and address of receiving party(ies):

Name: ProfitSource Corporation

Internal Address: ProfitSource Corporation

Street Address: 695 Town Center Drive, Suite 400

City: Costa Mesa State: CA Zip: 92626

- Individual(s) citizenship
- Association
- General Partnership:
- Limited Partnership:
- Corporation - State: Delaware
- 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

4. Application number(s) or registration number(s):

A. Trademark Application No.(s): See Exhibit A attached hereto

B. Trademark Registration No.(s): See Exhibit A attached hereto

Additional numbers attached? Yes No

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

Name: Andrea Sloan Pink

Internal Address: Gibson, Dunn & Crutcher
Jamboree Center

Street Address: 4 Park Plaza

City Irvine State CA Zip 92614

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41): \$ 290.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

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 attached copy is a true copy of the original document.

Andrea Sloan Pink
Name of Person Signing

Handwritten Signature: Andrea Sloan Pink

3/16/99

Date 4

Total number of pages including cover sheet, attachments and document: 4

OMB No. 0651-0011

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

Commissioner of Patents and Trademarks
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OA990500.178/4+

TRADEMARK
REEL: 1879 FRAME: 0038

EXHIBIT A

Patent, Trademark	Reg. No. or Serial No.
Mobility Services International	2,145,144
MoveLink	2,053,341
Trans-Audit	1,835,654
ProMax	1,829,002
Homebase	75/450563
Mobility Services International	75/052695
MSI Logistics	74/490746
WorldSource	75/040605

OA983420.422/4+

TRADEMARK ASSIGNMENT

This ASSIGNMENT, effective _____, is made from Mobility Services International, Inc., a Massachusetts corporation, whose principal place of business is _____ (hereinafter "Assignor"), to ProfitSource Corporation, a Delaware corporation whose principal place of business is 695 Town Center Drive, Suite 400, Costa Mesa, CA 92626 (hereinafter "Assignee").

WHEREAS, Assignor is the owner of the trademark(s), and the U.S. trademark registration(s)/application(s) therefor (hereinafter the "Mark(s)") listed in schedule A attached hereto;

WHEREAS, Assignor and Assignee have entered into an Asset Purchase Agreement, dated _____, pursuant to which Assignor has sold to Assignee certain assets as defined therein;

WHEREAS, the assets include all rights, title and interest in and to the Mark(s), together with the good will of the business pertaining thereto.

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee all right, title and interest in and to the Mark(s), and the registrations and applications therefor, together with the good will of the business pertaining thereto.

Dated: _____

(Mobility Services International, Inc.)

By: 

Name: TIM T. RUNNION

Title: PRESIDENT / CEO

FA983410.141/1+