

05-26-1999



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5.20.99

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

RECORDATION #1

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

Submission Type

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

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Change of Name
- Other _____

Effective Date
Month Day Year
07/25/96

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Baybank, N.A.

07/25/96

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association

Other National Banking Association

Citizenship/State of Incorporation/Organization _____

Receiving Party

Mark if additional names of receiving parties attached

Name Infotec Development, Incorporated

DBA/AKA/TA _____

Composed of _____

Address (line 1) 3611 S. Harbor Boulevard

Address (line 2) Suite 260

Address (line 3) Santa Ana

California

92704

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership

Corporation Association

Other _____

Citizenship/State of Incorporation/Organization California

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.)

FOR OFFICE USE ONLY

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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 (0681-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0681-0027, Patent and Trademark Assignment Practices. 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: 001901 FRAME: 0724

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="2,170,621"/>	<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.

DeAnne H. Ozaki
Name of Person Signing


Signature

5/19/99
Date Signed

SERVICE MARK ASSIGNMENT

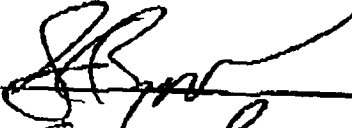
WHEREAS, pursuant to the terms of the Credit Agreement dated as of July 25, 1996, among INFOTEC DEVELOPMENT, INCORPORATED, a California corporation with an address at 3611 S. Harbor Boulevard, Suite 260, Santa Ana, California 92704 ("Assignee"), BAYBANK, N.A., a national banking association with an address at 7 New England Executive Park, Burlington, Massachusetts 01803 ("Assignor"), and Pacer Infotec, Inc., Assignee agreed to enter into and has executed an Assignment of Trademark dated July 25, 1996, pursuant to which Assignee assigned to Assignor all right, title and interest in and to the "INFOTEC" trademark, service mark and name, including Serial No. 74/463,380; and all derivations, variations and combinations thereof, and all applications for registration, registrations and renewals therefor (the "Mark"), together with the goodwill of the business associated therewith.

WHEREAS, Assignee is desirous of acquiring, and Assignor is desirous of transferring, the entire right, title, and interest in and to the Mark, together with the goodwill of the business associated therewith.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign and transfer unto Assignee, and Assignee's successors and assigns, Assignor's entire right, title, and interest in and to the Mark, together with the goodwill of the business associated therewith, all common law and statutory right, title and interest in the Mark, all rights of registration, maintenance, renewal and protection thereof, and all rights of recovery and of legal action for past infringements and of opposition and/or cancellation proceedings for protection of the Mark. Assignor hereby authorizes Assignee, and its successors and assigns, to the fullest extent permitted by applicable law, to file in its own name applications for trademark and/or service mark registration in the United States and in foreign countries in connection with the Mark, and to secure in its own name the registrations granted thereon. Assignor also hereby appoints Assignee as its agent to act in Assignor's name and on Assignor's behalf to take any action necessary to effect the transfer of any of the Mark to Assignee, or prosecute or otherwise enforce any claims, rights or benefits relating to the Mark.

IN WITNESS WHEREOF, Assignor has duly executed this Assignment effective as of July 25, 1996.

HAYBANK, N.A.

By: 
Name: Sylvia C. Burnett
Title: Vice President

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TOTAL P. 03

RECORDED: 05/20/1999

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