

06-07-1999

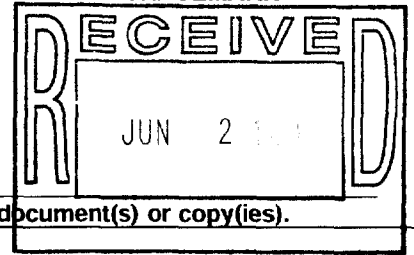
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RECORD/

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**TRADEMARKS ONLY**



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  License

Security Agreement  Nunc Pro Tunc Assignment

Merger  
Effective Date  
Month Day Year  
\_\_\_\_\_

Change of Name

Other \_\_\_\_\_

**Conveying Party**

Mark if additional names of conveying parties attached

Name TRITECH CONSULTING, INC.

Execution Date  
Month Day Year  
04 22 99

Formerly \_\_\_\_\_

Individual  General Partnership  Limited Partnership  Corporation  Association

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Missouri

**Receiving Party**

Mark if additional names of receiving parties attached

Name daly.commerce, inc.

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 2100 BankBoston Plaza

Address (line 2) \_\_\_\_\_

Address (line 3) Providence

RI

02903

City

State/Country

Zip Code

Individual  General Partnership  Limited Partnership

Corporation  Association

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Delaware

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.)

06/04/1999 DNGUYEN 00000295 2166343

FOR OFFICE USE ONLY

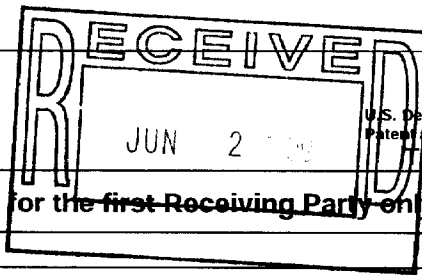
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40.00 DP

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: 001906 FRAME: 0950



**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

401-276-6405

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="2166343"/>	<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.

John E. Ottaviani, Esq.

Name of Person Signing

Signature

6/11/99

Date Signed

## ASSIGNMENT OF TRADEMARKS

WHEREAS, TRITECH CONSULTING, INC., a Missouri corporation having a place of business at 10983 Granada Lane, Suite 205, Lenexa, Kansas 66211 ("Assignor") owns the trademark set forth in Schedule I attached hereto and made a part hereof; and

WHEREAS, DALY. COMMERCE, INC., a Delaware corporation having a place of business at 2100 BankBoston Plaza, Providence, Rhode Island 02903 ("Assignee"), is desirous of acquiring all rights in such trademarks and the registrations thereof;

WHEREAS, Assignor hereby represents and warrants to Assignee that Assignor has good and marketable title to the trademark set forth in Schedule I hereto, free and clear of any and all liens, charges, encumbrances, licenses, claims, restrictions, equities, easements and other exceptions to title; and that the use of the trademark set forth in Schedule I hereto does not and will not infringe upon the rights of any person.


NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign, transfer and set over unto Assignee all right, title and interest in and to the trademark and trademark registration listed in Schedule I together with the good will of the business symbolized by the mark and the listed registrations, including, without limiting the generality of the foregoing, the right of priority to file corresponding applications in any and all countries; the trademark to be held by Assignee for its own use and enjoyment and for the use and enjoyment of its successors and assigns as fully and entirely as they would have been held and enjoyed by Assignor had such assignment not been made.

Assignor agrees to indemnify, defend and hold Assignee harmless as specified in Section 4.2 of the Asset Purchase Agreement between the parties of even date herewith.

Assignor hereby authorizes and requests the duly authorized officials of any jurisdiction to take such action as may be required to give effect to the sale, assignment and transfer made herein, including the issuance of any trademark registration on Schedule I to Assignee, its successors and assigns; and Assignor further agrees to do all things as Assignee may reasonably request to effectuate such sale, assignment and transfer in respect to the trademark and trademark registration.

IN WITNESS WHEREOF, Assignor expressly intending to be legally bound hereby, has caused this assignment to be executed by its duly authorized officer as of the 22nd day of April, 1999.

TRITECH CONSULTING, INC.

By:   
Title: VICE PRESIDENT

ACKNOWLEDGMENT

STATE OF RHODE ISLAND

COUNTY OF PROVIDENCE

On this 22nd day of April, 1999, \_\_\_\_\_, the \_\_\_\_\_ of Trittech Consulting, Inc., personally appeared before me, and to me personally known, stating that the foregoing instrument was signed on behalf of such corporation pursuant to proper corporate authority, and acknowledged the execution of the instrument as the free act and deed of the corporation.

\_\_\_\_\_  
Notary Public  
My Commission Expires:

[SEAL]

SCHEDULE I

TRADEMARK AND TRADEMARK APPLICATION

A. Trademark Registration

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
MARKETMAX	2,166,343	June 16, 1998

RI\_275780/SWSK02!.DOC/SKELLER

**TRADEMARK**  
**REEL: 001906 FRAME: 0954**

# EDWARDS & ANGELL, LLP

COUNSELLORS AT LAW

1999

2800 BANKBOSTON PLAZA  
PROVIDENCE, RI 02903-2499  
(401) 274-9200  
FAX (401) 276-6611

June 1, 1999

## VIA EXPRESS MAIL

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

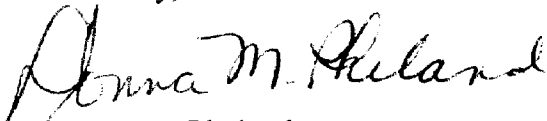
Re: Assignment of Trademark  
Trademark Registration No. 2,166,343

Dear Sir or Madam:

Enclosed for filing are a Recordation Form Cover Sheet and a Trademark Assignment Agreement from TriTech Consulting, Inc. to daly.commerce, inc. for one (1) trademark registration, along with a check in the amount of \$40.00 for the filing fee.

Thank you for your attention to this matter.

Sincerely,



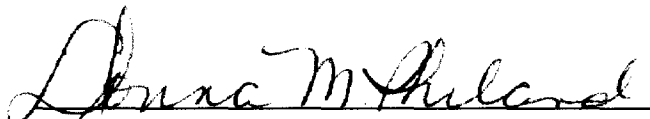
Donna M. Pheland  
Legal Assistant

### Enclosures

cc: Thomas J. Dillon, Esq.  
Susan A. Keller, Esq.  
John E. Ottaviani, Esq.

## CERTIFICATE OF MAILING BY EXPRESS MAIL

I hereby certify that the enclosed Recordation Form Cover Sheet and Trademark Assignment Agreement was deposited with the United States Postal Service as "Express Mail" in an envelope addressed to Commissioner of Patents and Trademarks, Box Assignments - FEE, Washington, D.C. 20231, on June 1, 1999

  
Donna M. Pheland, Legal Assistant

EXPRESS MAIL NO.: EL077200555US