



RECORD
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07-20-1999

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

07-06-1999

U.S. Patent & TMO/ TM Mail Rcpt Dt. #10

Commissioner of Patents and T



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original documents or copy thereof.

1. Name of conveying party(ies): MRD 7-6-99
 UDI CORP

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

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

2. Name and address of receiving party(ies)

Name: ORION HOLDINGS, INC

Internal Address: _____

Street Address: 317 MEADOW STREET, STE: 5B

City: CHICOPEE State: MA ZIP: _____

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State MASSCHUSETTS
 Other _____

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) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other ASSIGNMENT OF TRADEMARKS

Execution Date: DECEMBER 5, 1995

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,141,261

Additional numbers attached? Yes No

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

Name: TONYA CHAPPLE

Internal Address: C/O CSC

Street Address: 80 STATE STREET

City: ALBANY State: NY ZIP: 12207

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

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

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40.00 OP

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.

TONYA CHAPPLE
 Name of Person Signing

TONYA CHAPPLE
 Signature

7-2-99
 Date

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

292798-15

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patents & Trademarks, Box Assignments TRADEMARK
 Washington, D.C. 20231 REEL: 001929 FRAME: 0843

ASSIGNMENT OF TRADEMARK

KNOWN ALL MEN BY THESE PRESENTS, that UDI Corp. of 90 Tapley Street, Springfield, Massachusetts ("Assignor"), holder of a trademark registered on December 5, 1995, hereby transfers, sells, contributes and conveys to Orion Holdings, Inc. d/b/a Office Centre of 317 Meadow Street, Suite 5B, Chicopee, Massachusetts ("Assignee") for good and valuable consideration, the following described trademark:

FOR: ART

FILED: 3/3/98

REGISTRATION NO.: 2,141,261

CLASS CODES: 2, 5, 22, 23, 29, 37, 38 and 50 (collectively the "Trademark")

1. Assignor hereby contributes, assigns, transfers and otherwise conveys to the Assignee, all of Assignor's right, title and interest in and to the Trademark, Registration No. 2,141,261, together with good will symbolized by said Trademark and the above entitled registration thereof.

2. Assignor represents to Assignee that they own all right, title and interest in and to the Trademark for the use specified and that Assignor has not granted or agreed to grant, to any third party any interest therein.

3. Assignor agrees to assist Assignee, if requested by Assignee, by providing any documents or attesting to the above transfer as may be necessary for Assignee to perfect its interest in said Trademark.

4. The covenants and agreements herein contained shall bind and inure to the benefit of Assignor and Assignee, their successors and assigns.

5. This Assignment is in furtherance of an Asset Purchase Agreement dated April 19, 1999,

between Assignor and Assignee and is, as such, effective as of April 11, 1999.

Jill M. Sampson
Witness

UDI CORP.
By: Edward Freeman, President
Edward Freeman, President

[Signature]
Witness

ORION HOLDINGS, INC.
d/b/a OFFICE CENTRE
By: Raymond Kostkowski
Raymond Kostkowski,
Chief Executive Officer

THE COMMONWEALTH OF MASSACHUSETTS

HAMPDEN, SS.

June 14, 1999

Then personally appeared the above named Edward Freeman and acknowledged the foregoing instrument to be his free act and deed and the free act and deed of UDI Corp., before me.

Adrienne M LaBarre
Notary Public
My Commission Expires:

**MY COMMISSION EXPIRES
FEBRUARY 10, 2008**

THE COMMONWEALTH OF MASSACHUSETTS

HAMPDEN, SS.

June 19th, 1999

Then personally appeared the above named Raymond Kostkowski and acknowledged the foregoing instrument to be his free act and deed and the free act and deed of Orion Holdings, Inc. d/b/a Office Centre, before me.

Mary Beth Reynolds
Notary Public
My Commission Expires:

**Mary Beth Reynolds, Notary Public
Anne Arundel County
State of Maryland
My Commission Expires July 1, 2002**