

ASSIGNMENT OF TRADEMARKS

WHEREAS Raytheon E-Systems, Inc., a corporation organized and existing under the laws of the State of Delaware, having a place of business at 501 S. Jupiter Road, Garland, Texas 75042 (the "Assignor") has adopted and used and is using the trademark PACSPRO, and is the owner of U.S. Trademark Registration No. 2,251,423, issued June 8, 1999, thereof

WHEREAS, Access Radiology Corporation, a corporation organized and existing under the laws of the State of Delaware, located and doing business at 25 Hartwell Avenue, Lexington, Massachusetts 02421 (the "Assignee"), is desirous of acquiring the mark and the registration thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Assignor does hereby assign, sell and transfers unto the Assignee all right, title and interest in and to the Mark PACSPRO, together with (i) Registration No. 2,251,423 of the Mark, (ii) the goodwill of the business symbolized by and associated with the Mark and the registration thereof, and (iii) the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringements or dilution of or damage or injury to the Mark or the registration thereof or such associated goodwill.

IN WITNESS WHEREOF, the Assignor, by its duly authorized officer, has executed this assignment, as an instrument under seal, on this 11th day of August, 1999.

RAYTHEON E-SYSTEMS, INC.

By: Robert E. Dryden
Name: Robert E. Dryden
Title: Asst. Secretary

The foregoing assignment of the Mark and the registration thereof by the Assignor to the Assignee is hereby accepted as of the 16th day of August, 1999.

ACCESS RADIOLOGY CORPORATION

By: [Signature]
Name: Scott S. Glick
Title: President

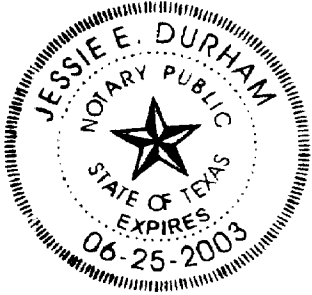
COMMONWEALTH OR STATE OF

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COUNTY OF

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On this the 11th day of August, 1999 before me appeared Robert E. Dayden, the person who signed this instrument, who acknowledged that he is the Asst. Secretary of Raytheon E-Systems, Inc. and that being duly authorized he signed such instrument as a free act on behalf of said corporation.



Jessie E. Durham
Notary Public
My Commission Expires: 6-25-03

COMMONWEALTH OR STATE OF

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COUNTY OF

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On this the 16 day of August, 1999 before me appeared Scott Swidin, the person who signed this instrument, who acknowledged that he is the Pres. dot of Access Radiology Corporation and that being duly authorized he signed such instrument as a free act on behalf of said corporation.

Scott Swidin
Notary Public
My Commission Expires: 4/14/06