

09-10-1999



FORM PTO-1594

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)

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9.7.99

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
M&S Systems, Inc.

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

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

2. Name and address of receiving party(ies)

Name: Chamberlain M&S, L.P.

Internal Address: _____

Street Address: 845 Larch Avenue

City: Elmhurst State: IL ZIP: 60126

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership Texas
- Corporation-State
- 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
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 08/24/1999

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

A. Trademark Application No.(s)
75/514709

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Joseph T. Nabor, Esq.

Internal Address: _____

Street Address: FITCH, EVEN, TABIN & FLANNERY
120 South LaSalle Street, 16th Floor

City: Chicago State: IL ZIP: 60603-4277

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 No.

06-1135

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40.00 DP

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.

Joseph T. Nabor
Name of Person Signing

Signature

9/02/99
Date

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

TRADEMARK ASSIGNMENT

Whereas, M&S Systems, Inc., A Delaware corporation doing business at 2861 Congressman Lane, Dallas, Texas, 75220, is the owner of record of the following U.S. Application:

APPLICATION:

<u>Mark</u>	<u>App. No.</u>	<u>App. Date</u>
M&S SYSTEMS	75/514,709	June 29, 1998

Whereas, Chamberlain M&S, L.P., a Texas Limited Partnership, located and doing business at 845 Larch Avenue, Elmhurst, Illinois 60126, and has acquired said mark, the appurtenant goodwill and the Application thereof and now desires to make of record its ownership of said mark and the Application in its own name.

Now, therefore, for good and valuable consideration in the amount of \$10,00 U.S., the receipt and sufficiency of which is hereby acknowledged, M&S Systems, Inc. has assigned and transferred, and does hereby assign and transfer nunc pro tunc as of December 30, 1998 to Chamberlain M&S, L.P., its successors, assigns and legal representatives, the entire right, title and interest in and to said mark, together with the goodwill of the business symbolized by the mark, and all rights to past damages, and the above identified Application thereof.

Date: Aug 24, 1999

M&S SYSTEMS, INC.
By: Richard J. Harris
Richard J. Harris
Vice President and Treasurer

SUBSCRIBED AND SWORN to before me this 24th day of August, 1999.

Dawn M. Urbanowicz
Notary Public

My Commission Expires April 27, 2002.