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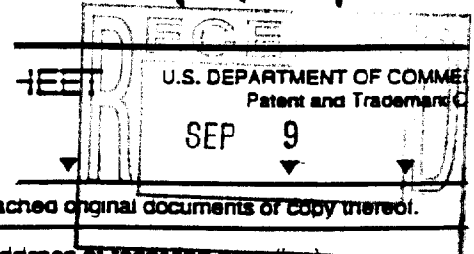
FORM PTO-1584 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94)

RECC

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Tab settings

To the Honorable Commissioner of Patent

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Near North National Group, Inc.

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

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

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: May 15, 1998

2. Name and address of receiving party(ies) Name: Near North Risk Technologies, Inc.

Internal Address: 19th Floor

Street Address: 875 North Michigan Avenue

City: Chicago State: IL ZIP: 60601

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, 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

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

A. Trademark Application No.(s)

75/211,053

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: Carol Anne Been

Internal Address: Sonnenschein Nath & Rosenthal

8000 Sears Tower

Street Address: 233 S. Wacker Drive

City: Chicago State: IL ZIP: 60606

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)

09/14/1999 NTHAI1 00000008 75211053 40.00 DP

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.

Carol Anne Been Name of Person Signing

Signature

September 9, 1999 Date

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

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignment

TRADEMARK REEL: 001958 FRAME: 0115

ASSIGNMENT AGREEMENT

THIS ASSIGNMENT AGREEMENT (the "Agreement") is made as of the 15th day of May, 1998, by and between Near North National Group, Inc. ("NNNG"), an Illinois corporation and Near North Risk Technologies, Inc. ("NNRT"), an Illinois corporation.

RECITALS

A. After the transactions contemplated by this Agreement have been executed by the appropriate parties, NNNG will enter into an Assignment in Lieu of Foreclosure (the "Assignment in Lieu") with Envision Enterprises, L.L.C., a Utah limited liability company (the "LLC").

B. Under the Assignment in Lieu, the LLC will irrevocably assign, transfer, convey and warrant unto NNNG and its successors and assigns, all of its right, title and interest in all of its assets, wherever located and whenever acquired, including, without limitation certain assets (the "Assets") specified in the Assignment in Lieu (collectively, the "Rights").

C. NNNG wishes to assign, transfer, convey and deliver all of the Rights to NNRT.

NOW THEREFORE, in consideration of the premises and mutual undertakings hereinafter set forth, and intending to be legally bound, the parties hereto agree as follows:

1. For a sum total of \$1 and such other valuable consideration, the receipt and adequacy of which are hereby acknowledged, NNNG does hereby assign, transfer, convey and deliver to NNRT all of the Rights which NNNG will acquire in the Assignment in Lieu.

2. This Agreement herein shall be binding on and inure to the benefit of NNNG and NNRT and their respective successors and assigns.

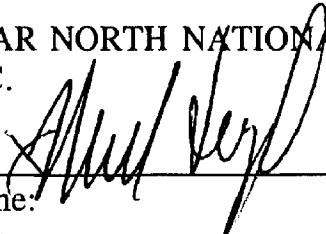
3. This Agreement may be signed in various counterparts, all of which taken together shall be deemed one and the same transaction.

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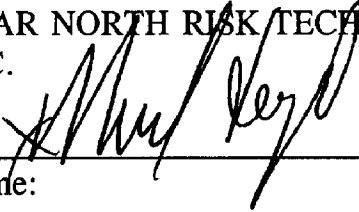
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IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date first written above.

NEAR NORTH NATIONAL GROUP,
INC.

By: 
Name: _____
Title:

NEAR NORTH RISK TECHNOLOGIES,
INC.

By: 
Name: _____
Title: