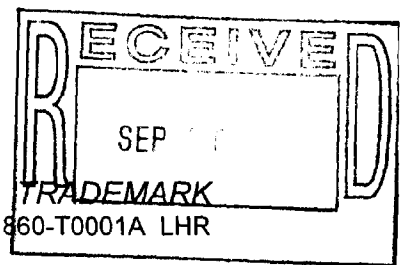


MRD 9-20-99

09-22-1999



101151337



IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Assignor	Retail Marketing Systems, Inc.
Registration No. 1,807,165	Issue Date November 30, 1993
Trademark	MARKETEXPERT

Box Assignment  
Assistant Commissioner for Patents  
Washington, DC 20231

**Assignment Recordation Form Cover Sheet**

Dear Sir:

Please record the attached original document.

1. Name of conveying party. Retail Marketing Systems, Inc..
2. Name and Address of Receiving Party. Retail Marketing Systems, LLC; Two Enterprise Drive, Suite 505; Shelton, 06484.
3. Nature of Conveyance: Assignment. Execution Date: September 9, 1999.
4. Name and Address of Party to Whom Correspondence Concerning Document should be mailed.

Louis H. Reens, Registration No. 22,588  
 Attorney for Applicant  
 ST.ONGE STEWARD JOHNSTON & REENS LLC  
 986 Bedford Street  
 Stamford, CT 06905-5619  
 203 324-6155

Mailing Certificate: I hereby certify that this correspondence is today being deposited with the U.S. Postal Service as *First Class Mail* in an envelope addressed to: Box Assignment; Commissioner for Patents and Trademarks; Washington, DC 20231.

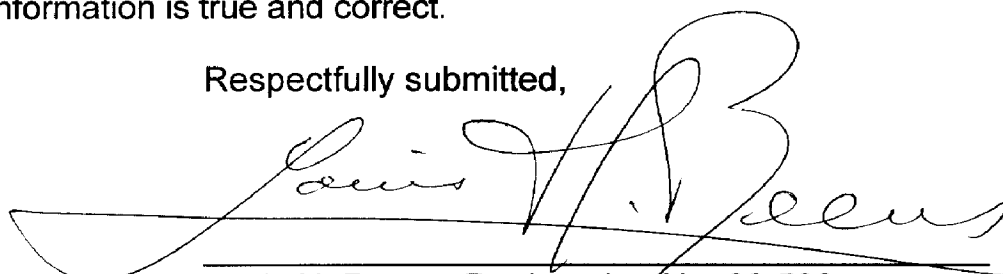
September <sup>15 CRG</sup> ~~14~~, 1999

Caroline Gahagan

09/21/1999 DNGUYEN 00000170 1807165  
 01 FC:481 40.00 DP

5. Registration Number: Registration No. 1,807,165 registered on November 30, 1993.
6. Total Number of Registration Involved: 1.
7. Total Fee (37 CFR 3.41): \$40.00 due..
8. Authorization to Charge Deposit Account. The Commissioner is hereby authorized to charge any additional fees due by this paper and during the entire pendency of this Application to Account No. 19-4516.
9. Statement and Signature. Total number of pages including cover sheet, attachments and document are 3. To the best of my knowledge and belief, the foregoing information is true and correct.

Respectfully submitted,

A handwritten signature in black ink, reading "Louis H. Reens". The signature is written in a cursive style with a large, sweeping flourish at the end.

Louis H. Reens, Registration No. 22,588  
Attorneys for Applicant  
ST.ONGE STEWARD JOHNSTON & REENS LLC  
986 Bedford Street  
Stamford, CT 06905-5619  
203 324-6155

Assignment

WHEREAS, Retail Marketing Systems, Inc., having offices located at Two Enterprise Drive; Shelton, CT 06484; (hereinafter referred to as ASSIGNOR) had adopted and owned certain trade name and trademark as set forth as follows: (1) MARKET-EXPERT, Registration No. 1,807,165 registered November 30, 1993.

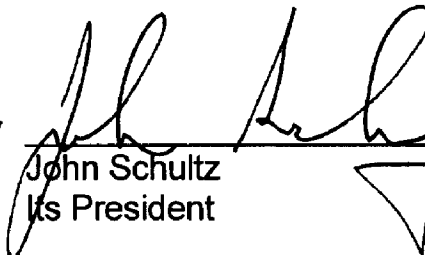
WHEREAS, Retail Marketing Systems, LLC, a Delaware Limited Liability Company, having offices at Two Enterprise Drive, Suite 505; Shelton; 06484 (hereinafter ASSIGNEE) is desirous of acquiring all rights, title and interest in and to said trade name and trademark as set forth hereinabove;

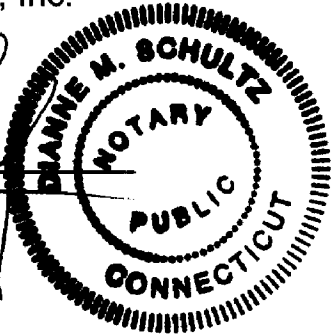
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR does hereby assign, grant, transfer and otherwise convey to ASSIGNEE, its successors and assigns, all rights, title and interest in and to the said trade name and trademark as set forth hereinabove, including but not limited to all of ASSIGNOR's common law rights and registrations pertaining thereto, as well as all of the good will of the business symbolized by said trade name and trademark.

Dated on September 9, 1999.

Retail Marketing Systems, Inc.

DIANNE M. SCHULTZ  
NOTARY PUBLIC  
MY COMMISSION EXPIRES 7-31-01

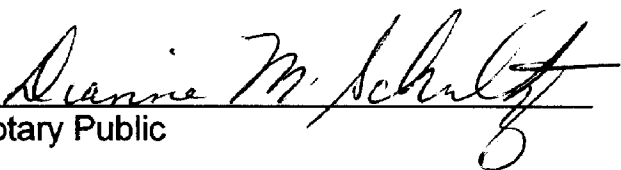
By   
John Schultz  
Its President



STATE OF  
COUNTY OF

: ss.  
:

On this 9<sup>th</sup> day of Sept, 1999, before me personally came John Schultz, President, of Retail Marketing Systems, Inc., to me known and known to me to be the same person described in and who executed the foregoing instrument and duly acknowledged to me that this document was executed as a free act and deed.

  
Notary Public