

03-22-2000



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
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Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached
Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving

Mark if additional names of receiving parties

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

03/21/2000 DNGUYEN 00000015 75748231

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Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK

REEL: 002037 FRAME: 0363

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="75/748,231"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

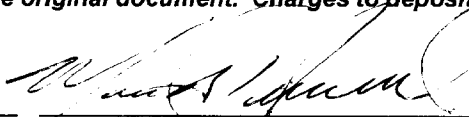
Deposit Account
(Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Marc A. Hubbard
Name of Person Signing


Signature

2/3/00
Date Signed

Trademark Assignment

WHEREAS, RiskWise International, LLC, a Delaware Corporation, with its principal place of business at 8150 N. Central Expressway, Suite 1901, Dallas, TX 75205 ("Assignor"), has adopted, owns and is using the Mark SMART TOOLS FOR INFORMED DECISIONS ("the Mark") in connection with the following goods and/or services: computer software for use in identifying and assessing risks related to potential employees and customers, including identifying risks through criminal background checks, driving record reports, credit histories, civil records, previous employment verification, professional licenses verification, education verification, aliases, current and previous addresses, social security and telephone numbers; computer programs and databases accessible via a global computer network for use in identifying and assessing risks related to potential employees and customers, including identifying risks through criminal background checks, driving record reports, credit histories, civil records, previous employment verification, professional licenses verification, education verification, aliases, current and previous addresses social security and telephone numbers, international class 9; and

WHEREAS, Assignor has applied to register the Mark on the Principal Register of the United States Patent and Trademark Office in connection with the above-described goods and/or services, Application Serial No. 75/748,231 filed on July 12, 1999; and

WHEREAS, PeopleWise L.L.C., a Minnesota Limited Liability Company, with its principal place of business at 2339 Technology Parkway Suite F, Hollister CA 95023 ("Assignee"), desires to acquire the Mark, and the pending application;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark, and the pending application for registration.

RiskWise International, LLC

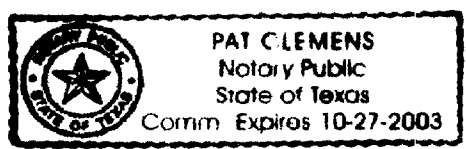
By: *R. Brad Oates*
Name: R. Brad Oates
Title: Chief Executive Officer

Dated effective as of: January 28, 2000

SUBSCRIBED and SWORN to before me this 28th of January, 2000.

Pat Clemens
Notary Public

My Commission Expires: 10-27-2003



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