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U.S. Patent & TMOrc/TM Mail Rcpt Dt. #61



Patent and Trademark Office

Attorney Docket No: SMART217088

To the Honorable Assistant Commissioner

original documents or copy thereof.

101371909

1. Name of conveying party(ies):

Smart Corporation

- Individuals Association
- General Partnership Limited Partnership
- Corporation-State (New Mexico)
- Other _____

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

Name of receiving party(ies):

Name: C-SMART LLC
Address: 2100 Summit Court

City: Las Cruces State: NM ZIP: 88011

- Individual(s) citizenship _____
- Association State of _____
- General Partnership State of _____
- Limited Partnership State of _____
- Corporation-State _____
- Other Delaware Limited Liability Company

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designation must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

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

Execution date: May 2, 2000

B. Trademark Registration No(s).

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

A. Trademark Application No(s). 75/330,069

Additional numbers attached? Yes No

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

Mary L. Čulić, Esq.
CHRISTENSEN O'CONNOR
JOHNSON & KINDNESS^{PLLC}
1420 Fifth Avenue
Suite 2800
Seattle, WA 98101-2347
206.682.8100

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41):..... \$ 40.00

Check No. 116043 in the amount of \$40.00 is enclosed.

8. The Commissioner is authorized to charge any fees that may be required or credit any overpayment to Deposit Account Number 03-1740.

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.

Mary L. Čulić
Name of Attorney or Agent
Registration No. 40,574
Direct Dial 206.695.1714

Mary L. Čulić May 3, 2000
Signature Date

Total number of pages including cover sheet, attachments and document: 2

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

I hereby certify that this correspondence is being deposited with the U.S. Postal Service in a sealed envelope as first class mail with postage thereon fully prepaid addressed to: Commissioner of Patents and Trademarks, Washington, D.C. 20231, on May 3, 2000

Date: May 3, 2000
06/01/2000 DMGUYEN 00000045 75330069

[Signature]

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SMART:17088249

TRADEMARK
REEL: 002082 FRAME: 0375

NUNC PRO TUNC
ASSIGNMENT OF TRADEMARK AND PENDING APPLICATION

WHEREAS, Smart Corporation, a New Mexico corporation, having a place of business at 2100 Summit Court, Las Cruces, NM 88011 (hereinafter the "Assignor"), filed an application to register the trademark SMARTGEAR on July 24, 1997, now assigned U.S. application Serial No. 75/330,069, based on an intention to use; and

WHEREAS, Assignor has since used the mark and has simultaneously executed an allegation of use under § 1(d) of The Trademark Act in the above-identified application; and

WHEREAS, C-SMART LLC, a Delaware limited liability company, having a place of business at 2100 Summit Court, Las Cruces, NM 88011 (hereinafter the "Assignee"), the successor of the ongoing and existing business or portion thereof of Assignor to which the mark pertains, is desirous of acquiring said mark and the pending intent-to-use application therefor;

NOW, THEREFORE, effective *nunc pro tunc* January 27, 2000, for good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor does hereby assign to said Assignee all right, title and interest in and to the mark, the pending intent-to-use application therefor, and the goodwill of the business symbolized thereby.

The Commissioner of Patents and Trademarks is requested to issue the Certificate of Registration to Assignee.

Signed at Las Cruces (city), New Mexico (state), this 2 day of May, 2000.

Smart Corporation

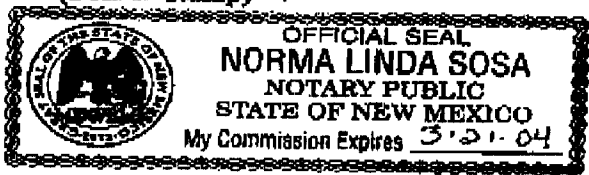

By: Herman Cardenas
Title: President

STATE OF NEW MEXICO)
) ss.
COUNTY OF DONNA ANNA)

I certify that I know or have satisfactory evidence that Herman Cardenas is the person who appeared before me, and said person acknowledged that he signed this instrument, on oath stated that he was authorized to execute the instrument and acknowledged it as the President of Smart Corporation to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

Dated: May 2, 2000





Notary Public
My appointment expires 3/21/04