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Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



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OPR/FINANCE RECORDATION FORM COVER SHEET
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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

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Document ID # _____
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Reel # _____ Frame # _____

Conveyance Type

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

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name PB Electronics, Inc.

04/07/00

Formerly Packard Bell NEC, Inc.

- Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name Alorica, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 14625 Ramona Avenue, Third Floor

Address (line 2) _____

Address (line 3) Chino, _____

California

91710

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership Corporation Association

Corporation Association

Other _____

Citizenship/State of Incorporation/Organization California

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.)

07/11/2000 ASCOTT 00000033 75814664

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01 FC:481
02 FC:482

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
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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)

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

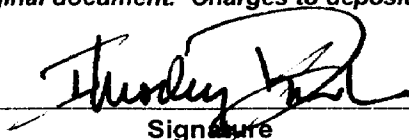
No

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.

I. Morley Drucker, Esq.

Name of Person Signing



Signature

6/8/00

Date Signed

TRADEMARK ASSIGNMENT

WHEREAS, PB Electronics, Inc., a Delaware corporation with its principal place of business at 15 Business Park Way, Sacramento, California 95828-0903 ("PB"), formerly known as Packard Bell NEC, Inc., has adopted and used certain trademarks and service marks, and has filed United States federal trademark and service mark applications for, the following trademarks and service marks, all of which are presently pending ("the Marks"):

U.S. Trademark Application	Serial Number
PRIORITY ONE and Design	75/814,664
PRIORITY ONE PRODUCTS and Design	75/811,989
PRIORITY ONE SERVICE and Design	75/811,986
PRIORITY ONE SERVICE and Design	75/811,985
PRIORITY ONE SUPPORT and Design	75/811,988
PRIORITY ONE and Design	75/811,987

WHEREAS, Alorica, Inc., a California corporation with its principal place at 14726 Ramona Avenue, Third Floor, Chino, California 91710 ("Alorica"), successor to that portion of PB's business to which the Marks pertain, desires to acquire all of PB's right, title and interest to the Marks in the United States and worldwide;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, PB hereby assigns unto Alorica, "AS IS" and without any representation or warranty of any kind, except as set forth above, and without any further responsibility or liability of any kind with respect to said Marks, all of PB's right, title and interest, including common law rights, in the United States and all other countries and jurisdictions of the world, in and to all of the Marks, together with the goodwill of the business symbolized by the Marks and applications therefore.

Signed at Sacramento, California, this 7 day of April, 2000.

PB ELECTRONICS, INC.
(formerly known as Packard Bell NEC, Inc.)

By:

Name: Norio Tanoue

Title: President and Chief Executive Officer

CALIFORNIA ALL-PURPOSE ACKNOWLEDGEMENT

State of California

County of Sacramento

On 4-07-2000 before me, Debra R. Prentice, Notary Public, personally

appeared Norio Tanoue

personally known to me - or - proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Debra R. Prentice

Description of Attached Document (Optional)

Title or Type of Document: Trademark Assignment

Document Date: 4-7-2000 Number of Pages: 1

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

- Individual
- Corporate Officer
Title(s): _____
- Partner -- Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

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Title(s): _____
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- Trustee
- Guardian or Conservator
- Other: _____