

07-24-2000

Keep within borders

BOX ASSIGNMENTS

TRADEMARKS ONLY



TRADEMARKS ONLY

101412239

marks
hereof.

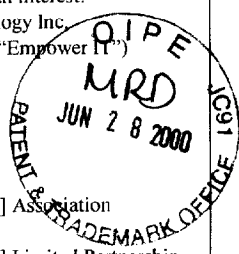
1. Name of Party(ies) conveying an interest:
Empower Information Technology Inc.
(sometimes also referred to as "Empower IT")

Entity:

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - Delaware
 Other -

3. Interest Conveyed:
 Assignment Change of Name
 Security Agreement Merger
 Other -

Execution Date - June 21, 2000



6-28-00

2. Name and Address of Party(ies) receiving an interest:
Name: Empower IT, Inc.
Address: 4800 Montgomery Lane, Suite 710
Bethesda, Maryland 20814-5341

Entity:

Individual(s) Association
 Corporation - Washington, D.C General Partnership Limited Partnership
 Other -

Citizenship

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

(The attached document must not be an assignment)

4. Application number(s) or registration number(s). Additional sheet attached? Yes No

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
2,306,280
2,309,961

5. Please mail documents back to:

Lisa A. Dunner
Pillsbury Madison & Sutro LLP
1100 New York Avenue, N.W.
Washington, D.C. 20005-3918

6. Number of applications and registrations involved: 2

7. Amount of fee enclosed: \$ 65.00

8. If above amount is missing or inadequate, charge deficiency to our Deposit Account No. 03-3975 under Order No. 81666 /256778.
C# M#

07/24/2000 DNGUYEN 00000110 2306280

01 FC:481 40.00 OP
02 FC:482 25.00 OP

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.

Lisa A. Dunner
Signature

Total number of pages including cover sheet, attachments and document. (excluding duplicate cover sheet)	4
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Attorney: Lisa A. Dunner
Date: June 28, 2000
Atty/Sec: LD:teh

Tel: (202) 861-3757
Fax: (202) 822-0944

TRADEMARK ASSIGNMENT

TRADEMARK ASSIGNMENT made as of June 21, 2000, by and among Empower Information Technology Inc., a corporation of Delaware (sometimes also referred to as "Empower IT"), with its principal office at 4800 Montgomery Lane, Suite 710, Bethesda, Maryland 20814-5341 (the "Assignor"), and Empower IT, Inc. a corporation of Washington, D.C., with its principal office at 4800 Montgomery Lane, Suite 710, Bethesda, Maryland 20814-5341 (the "Assignee").

The Assignor has adopted, used and is using certain trademarks, the applications or registrations for which are listed on SCHEDULE A, which is attached hereto and made a part hereof (collectively, the "Trademarks"). The Assignee desires to acquire from the Assignor, and the Assignor desires to transfer to the Assignee, the Trademarks and any applications or registrations therefor.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor does hereby sell, assign and transfer unto the Assignee, its successors, assigns and legal representatives, the entire, full and exclusive right, title and interest in and to the Trademarks, together with the good will of the business symbolized by the Trademarks and any applications or registrations therefor, and the right (but not the obligation) to assert the Trademarks and to collect for all past, present and future infringements, and claims for damages and the proceeds thereof, including, without limitation, license royalties and proceeds of infringement suits and all rights corresponding thereto

throughout the world by reason of any past and future acts of infringement that have or may occur.

ASSIGNOR:

Empower Information Technology
Inc., a Delaware corporation
(aka Empower IT)

By: Loretta M. Downey
Name: Loretta M. Downey
Title: CEO

ASSIGNEE:

Empower IT, Inc. (Washington, D.C. corporation)

By: Loretta M. Downey
Name: Loretta M. Downey
Title: CEO

SCHEDULE A

Assigned Trademarks in the United States

CATEGORYMAX

Reg. No. 2,306,280

EMPOWER IT

Reg. No. 2,309,961