

07-31-2000

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Form PTO-1594
1-31-92



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

101418316

To the Honorable Commissioner of Patents and Trademarks

Send original documents or copy thereof.

1. Name of conveying party(ies):

Immedient Corporation

- Individuals
- General Partnership -
- Corporation - State: Delaware
- Other _____
- Association
- Limited Partnership

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

2. Name and address of receiving party(ies):

Name: Accounting Solutions Holding Company, Inc.

Internal Address: Suite 1250

Street Address: 222 W. Las Colinas Blvd.

City: Irving State: Texas ZIP: 75039

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

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

Execution Date: December 23, 1999

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

A. Trademark Application No.(s)

Trademark Registration No.(s)\

2,094,123

Additional numbers attached? Yes No

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

Name: Brian Jaenicke, Legal Assistant

Internal Address: White & Case LLP

Street Address: 1155 Avenue of the Americas

City: New York State: NY ZIP: 10036

6. Total number of applications and registration involved

1

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

- Enclosed
- Authorized to be charged to deposit account in case of deficiency

8. Deposit account number:

23-1705 (in case of deficiency)

(Attach duplicate copy of this page if paying by deposit account)

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.

Brian T. Jaenicke

Name of Person Signing

Signature

7/5/00

Date

Total number of pages comprising cover sheet:

1

07/31/2000 NTH011 00000009 2094123

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

01 FC-1401

40.00 DP

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

ASSIGNMENT OF TRADEMARKS

This ASSIGNMENT OF TRADEMARKS AGREEMENT is made and entered into as of the 23 day of December, 1999, by and between IMMEDIENT CORPORATION, a Delaware corporation (the "Assignor"), and ACCOUNTING SOLUTIONS HOLDING COMPANY, INC., a Delaware corporation with principal offices at 222 W. Las Colinas Blvd., Suite 1250, Irving, Texas, 75039 (the "Assignee").

WHEREAS, Assignor owns all right, title and interest in and to the trademarks, service marks and trade names listed in Schedule A annexed hereto (the "Marks").

WHEREAS, Assignee is desirous of acquiring the Marks, and any applications and registrations thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign, sell and transfer to Assignee its entire right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and any applications and registrations thereof.

Dated: December 23, 1999

IMMEDIENT CORPORATION

By: Joe Kelly

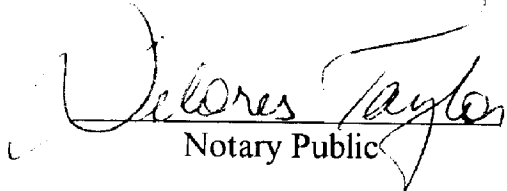
Name: Joe Kelly

Title: Vice President

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 23rd day of December, 1999, before me personally appeared

Joe Kelly, who, being by me duly sworn, did depose and say that that [s]he is
Vice President of IMMEDIENT CORPORATION, that [s]he is authorized to execute the
foregoing Grant on behalf of said corporation and that [s]he did so by authority of the Board of
Directors of said corporation.


Notary Public

DELORES TAYLOR
Notary Public, State of New York
No. 01TA6010553
Qualified in Nassau County
Certificate Filed in New York County
Commission Expires July 20, 2000

SCHEDULE OF MARKS

Mark	Registration (Application) Number	Registration (Application) Date
ACCOUNTINGSOLUTIONS (and design)	2,094,123	September 9, 1997