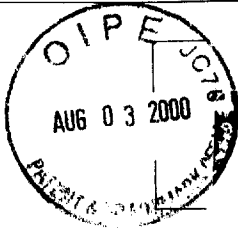


FORM PTO-1618A
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<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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Stacy A. Pasko Stacy A. Pasko/jx 12/30/99

Name of Person Signing Signature Date Signed

SERVICE MARK ASSIGNMENT

WHEREAS Insystems Technologies Inc., a Delaware corporation, with its principal place of business at 101 S. Jefferson Street, Suite 600, Roanoke, Virginia 24011 ("Assignor"), owns and has a bona fide intent to use the service mark NEXTHR.COM (the "Mark") in connection with the following services: "human resource and benefits administration services provided over the internet connecting insurance carriers, employers, brokers, agents, payroll providers and content providers;" and

WHEREAS, Assignor has applied to register the Mark on the Principal Register of the United States Patent and Trademark Office based on Assignor's bona fide intent to use the mark in commerce in connection with the above-described services, filed on December 21, 1999; and

WHEREAS NextHR.com, Inc., a Delaware corporation, with its principal place of business at 109 Norfolk Avenue, Roanoke, Virginia 24011 ("Assignee"), is desirous of acquiring the business of Assignor in connection with which Assignor has a bona fide intent to use the Mark in the pending Application;

NOW, T H E R E F O R E, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby sells, assigns and transfers unto Assignee all right, title and interest in and to the Mark and the pending application, along with that portion of the Assignor's business in connection with which it has a bona fide intent to use the Mark and the goodwill of the business symbolized thereby. This assignment shall include all prior, existing and future causes of action.

IN WITNESS WHEREOF, Assignor has executed this Assignment effective as of the 24 day of December, 1999.

Insystems Technologies Inc.

By: Russell H. Ellis
Name: RUSSELL H. ELLIS
Title: ~~OWNER~~ VICE PRESIDENT

WD 1229991-1167310-A101211/0267301