

10-31-2000

SET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

LY

9.19.00



To the Honorable Commissione

and the attached original documents or copy thereof.

101499612

1. Name of conveying party(ies):

Propoco, Inc.

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

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

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

The Resource Group LLC
6081 Hamilton Boulevard
P.O. Box 3501
Allentown, Pennsylvania 18106-0501

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

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) & addresses attached? Yes No

3. Nature of Conveyance:

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

Execution Date: September 5, 2000

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

A. Trademark Application No.(s): 75485203

B. Trademark Reg. No.(s):

Additional numbers attached Yes No

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

Harriet E. Perkins, Esq.
Seidel, Gonda, Lavorgna & Monaco, P.C.
Suite 1800 Two Penn Center Plaza
Philadelphia, PA 19102

Attorney Docket No. 9285-5

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit Account Number: 19-1135

DO NOT USE THIS SPACE

9. 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.

HARRIET E. PERKINS
Name of Person Signing

Harriet E. Perkins
Signature

11 September 2000
Date

Total number of pages including cover sheet, attachments and document: 3

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

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

10/30/2000 MTHALL 00000138 191135 75485203
01 FC:481 40.00 EH

ASSIGNMENT OF UNITED STATES TRADEMARK

WHEREAS, Propoco, Inc., a New York corporation, having a place of business located at 13 Hendrickson Avenue, Lynbrook, NY 11563 (hereinafter referred to as "ASSIGNOR"), is the owner of the following trademark and United States Trademark Application (hereinafter collectively referred to as the "Trademark"):

<u>Mark</u>	<u>Application No.</u>
XPRESS NET and Design	75/485,203

WHEREAS, The Resource Group LLC, a Pennsylvania limited liability corporation, having a place of business located at 6081 Hamilton Blvd., P.O. Box 3501, Allentown, PA 18106-0501 (hereinafter referred to as "ASSIGNEE"), desires to acquire all right, title and interest in and to the Trademark, together with the goodwill of the business symbolized by the Trademark and the application therefor set forth above and the eventual registration; and

WHEREAS, it is desired that the assignment of the Trademark listed above be made a matter of record in the United States Patent and Trademark Office,

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, ASSIGNOR hereby sells, assigns, transfers and conveys unto ASSIGNEE all of its right, title and interest in and to the aforesaid Trademark, including any choses in action relating to said Trademark, claims for damages, profits and costs, both in equity and law, for any infringement or infringements of said Trademark rights accruing on or before the date of execution of this Assignment, together with the goodwill of the business symbolized by the Trademark, and including the application thereof as set forth above and eventual registration, and

FURTHER, ASSIGNOR hereby covenants, agrees and undertakes to execute, whenever requested by ASSIGNEE all applications, assignments, lawful oaths and any other papers which ASSIGNEE may deem necessary or desirable for securing to ASSIGNEE or maintaining for ASSIGNEE the Trademark hereby assigned, all without further compensation to ASSIGNOR.

PROPOCO, INC.

By: Stephen Barnett
STEPHEN BARNETT
Chief Operating Officer and Executive Vice President

STATE OF Pennsylvania
COUNTY OF Lehigh

SS

BEFORE ME, the undersigned Notary Public, on this 5th day of September 2000, personally appeared Stephen Barnett, personally known to me (or proven to me on the basis of satisfactory evidence) to be the person who executed the foregoing instrument as Chief Operating Officer and Executive Vice President on behalf of Propoco, Inc., the corporation therein named, and acknowledged to me that the instrument was the free deed and act of said corporation for the purposes therein set forth and intending that this instrument be recorded.

[SEAL]

Nancy Whitesell
NOTARY PUBLIC

My Commission Expires _____

NOTARIAL SEAL
NANCY WHITESELL, Notary Public
Lower Macungie Twp., Lehigh County
My Commission Expires Sept. 21, 2002

Printed or stamped name of notary