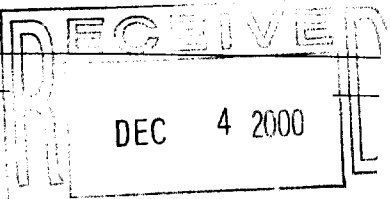


FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

MLB

12.4.00



03-06-2001



101602099

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other

Effective Date
Month Day Year
11 06 00

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year
11 06 00

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual General Partnership Limited Partnership
- Corporation Association

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.)

Other

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

**TRADEMARK
REEL: 002201 FRAME: 0431**

Domestic Representative Name and Address

Enter for the first Receiving Party only.

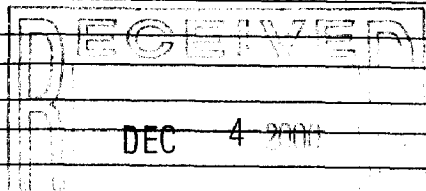
Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)



Correspondent Name and Address

Area Code and Telephone Number

212-728-8744

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)

<input type="text"/>	<input type="text"/>	<input type="text"/>	1,818,836	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	1,818,837	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

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.

Robert A. Rosenberg
Name of Person Signing

Robert A. Rosenberg
Signature

12/1/2000
Date Signed

TRADEMARK ASSIGNMENT

This Assignment is made between Transcender Corporation, a Tennessee corporation ("Assignor"), and Transcender LLC, a Delaware limited liability company ("Assignee").

WHEREAS Assignor owns the trademark applications and registrations on the Principal Register of the United States Patent and Trademark Office ("PTO") listed on Schedule A hereto (collectively the "Trademarks");

WHEREAS, Assignor and Assignee have entered into that certain Asset Purchase Agreement dated on even date herewith (the "Asset Purchase Agreement");

WHEREAS, pursuant to the Asset Purchase Agreement, Assignor has agreed to transfer to Assignee all its right, title and interest in and to the Trademarks, its common law rights pertaining thereto and all goodwill associated therewith; and

WHEREAS, Assignee has agreed to take assignment of the Trademarks.

NOW, THEREFORE, for good and valuable consideration as set forth in the Asset Purchase Agreement, the sufficiency and receipt of which is hereby acknowledged, Assignor does hereby sell, assign and transfer unto Assignee, its successors and assigns, all its right, title and interest in and to the Trademarks and all of the goodwill associated therewith, together with the right to recover damages and profits and all other remedies for past infringements thereof.

This Assignment is effective as of the date hereof. Assignor agrees to sign any additional assignments and other appropriate documentation necessary to effectuate and validate this Assignment as soon as is practicable after the date of this Assignment.

IN WITNESS WHEREOF, Assignor expressly intending to be legally bound thereby, has caused this Agreement to be duly executed this 6th day of November, 2000.

TRANSCENDER CORPORATION

By: Aneel M. Pandey
Name: Aneel M. Pandey
Title: CEO

STATE OF Tennessee)
COUNTY OF Davidson)ss

On this 6th day of November, 2000, before me personally appeared Aneel M. Pandey, to me personally known, who, being duly sworn, did say that he is the CEO of Transcender Corporation and that he duly executed the foregoing instrument for and on behalf of Transcender Corporation being duly authorized to do so and that said individual acknowledged said instrument to be the free act and deed of said corporation.

Lisa Taylor Schmidt
Notary Public
My Commission Expires MAY 30, 2004
810281.2/110623.00015

SCHEDULE A

<u>Mark</u>	<u>Registrant</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
TRANSCENDER	Transcender Corp.	1,818,836	2/1/94 (8 & 15 filed 5/31/00)
EXAMINATOR	Transcender Corp.	1,818,837	2/1/94 (8 & 15 filed 5/31/00)