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01-10-2001

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FORM PTO-1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)



101578389

COMMERCIAL
Office

12-26-00

To the Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Cross Country Automotive Services, Inc.

individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Nevada
 Other _____

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: December 20, 2000

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

Name: The Cross Country Automotive, Inc.
Internal Address:
Street Address: 4040 Mystic Valley Parkway
Boston, Massachusetts 02155

RECEIVED
DEC 26 2000

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other Limited Liability Company _____

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

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

A. Trademark Application No.(s)
75/544,078

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Carole A. Boelitz
Address: WOLF, GREENFIELD & SACKS, P.C.
Federal Reserve Plaza
600 Atlantic Avenue
Boston, MA 02210

6. Total number of applications and registrations involved:..... [1]

7. Total fee (37 CFR 3.41).....\$ 40
 Enclosed

Authorized to be charged to deposit account
The Commissioner is authorized to charge:

8. Deposit Account No: 23/2825

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.

Carole A. Boelitz Carole A. Boelitz 12/26/00
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: [2]

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

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ASSIGNMENT

WHEREAS, Cross Country Automotive Services, Inc., a corporation of Nevada, having an office and place of business at 4040 Mystic Valley Parkway, Boston, MA 02155 has adopted and used the following marks and the trademark Registrations and Applications:

SCHEDULE OF TRADEMARKS


MARK	Serial No.	Filing Date
CROSS COUNTRY MOTOR CLUB	75/544,078	August 28, 1998

WHEREAS, The Cross Country Group, LLC, a limited liability company of Massachusetts, having an office and place of business at 4040 Mystic Valley Parkway, Boston, Massachusetts 02155 is desirous of acquiring said mark and the registrations therefor.

NOW, THEREFORE, for one Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, said Cross Country Automotive Services, Inc. without representations or warranties with respect to said trademarks or registrations or the title thereto does hereby assign unto the said The Cross Country Group, LLC, all its rights, title and interest in and to the said marks and the registrations therefor, together with the goodwill of the business symbolized by said marks and the registrations therefor and including all rights to sue and recover for past infringement of said marks and the registrations therefor.

Cross Country Automotive Services, Inc.

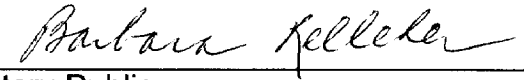
Dec. 20, 2000
Date

By: 
Name: Howard Wilk
Title: Vice President

STATE OF :
COUNTY OF :

Subscribed to and sworn before me this 20th day of December 2000

SEAL


Notary Public
My Commission Expires June 10, 2005