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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 Effective Date
Month Day Year
9/30/97
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Thomson Licensing Corporation

1/11/01

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name ME Licensing Corporation

DBA/AKA/TA _____

Composed of _____

Address (line 1) 650 Naamans Road

Address (line 2) _____

Address (line 3) Claymont

Delaware

19703

- Individual General Partnership Limited Partnership
- Corporation Association
- Other _____

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.)

Citizenship/State of Incorporation/Organization Florida

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: 002234 FRAME: 0734

Domestic Representative Name and Address

Enter for the first Receiving Party only.

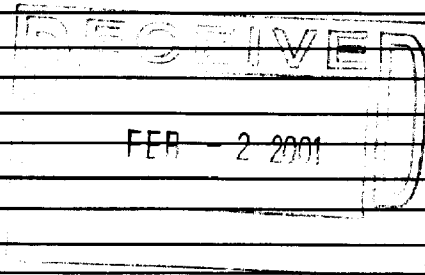
Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)



Correspondent Name and Address

Area Code and Telephone Number

203-969-8795

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"/>	2,087,307	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	2,081,222	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	2,096,990	<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.

Paula K. Upson

A handwritten signature in cursive script that reads "Paula K. Upson".

2/2/01

Name of Person Signing

Signature

Date Signed

NUNC PRO TUNC
TRADEMARK ASSIGNMENT

WHEREAS, Thomson Licensing Corporation, a Delaware corporation having its principal office at 650 Naamans Road, Claymont, Delaware 19703 referred to as the "Assignor") has adopted, acquired and used in its business the trademarks listed on Schedule A.

AND WHEREAS, on September 30, 1997, ME Licensing Corporation, a corporation organized under the laws of the State of Florida, having its principal office at 650 Naamans Road, Claymont, Delaware 19703, acquired from the Assignor the whole right, title and interest in and to said trademarks;

NOW THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, the Assignor confirms that it has sold, assigned and transferred, and by these presents does sell, assign and transfer to the Assignee, its successors and assigns, the whole right, title and interest in and to said trademarks and said trademark registrations together with the goodwill of any and all business carried on in association with said trademarks, the same to be held by the Assignee as fully effectually as they would have been held by the Assignor.

THOMSON LICENSING CORPORATION

Dated:

January 11, 2001

By:

James R. Schurr
Name: James R. Schurr
Title: President

SCHEDULE A

940/941 SOLUTION	2,087,307
CLIENT BOOKKEEPING SOLUTION	2,081,222
T&B TIMETRACKER	2,096,990