

04-06-2001



101656676

RECORDATION FORM
TRADEMARKS ONLY

3.21.0

2

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
01 10 2001

Conveying Party

Mark if additional names of conveying parties attached

Name International Business Machines Corporation

Execution Date
Month Day Year
01 10 2001

Formerly _____

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____
- Citizenship/State of Incorporation/Organization New York

Receiving Party

Mark if additional names of receiving parties attached

Name Professional Data Management Associates, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 9229 Delegates Row

Address (line 2) _____

Address (line 3) Indianapolis

Indiana

46240

City

State/Country

Zip Code

- Individual
- General Partnership
- Limited Partnership

- Corporation
- Association

Other _____

- Citizenship/State of Incorporation/Organization Indiana

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.)

04/06/2001 DBYRNE 00000037 1666590

FOR OFFICE USE ONLY

01 FC:4B1

40.00 OP

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: 002264 FRAME: 0942

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

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"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1666590"/>	<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.

Bruce W. Longbottom

March 14, 2001

Name of Person Signing

Signature

Date Signed

Assignment of Trademarks

THIS ASSIGNMENT, made as of the 10th day of January, 2001, from International Business Machines Corporation, a corporation organized under the laws of the State of New York (hereinafter referred to as "Assignor") to Professional Data Management Associates, Inc., a corporation organized under the laws of Indiana (hereinafter referred to as "Assignee").

WHEREAS, Assignor is the owner of certain rights in the trademark(s) and/or the trademark registration(s) and/or application(s) identified on Schedule 1.1(f) attached hereto (hereinafter collectively, the "Trademarks"); and

WHEREAS, Assignor previously acquired certain rights to the Trademarks by virtue of the merger of Professional Data Management Associates, Inc., an Indiana corporation (not be confused with Assignee, which has the same name), into Assignor on December 31, 1996;

WHEREAS, Assignee is desirous of acquiring the Trademarks in accordance with, and subject to, the terms and conditions of a certain Asset Purchase Agreement between Assignor and Assignee dated December 22, 2000; and

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, transfer, convey and assign unto Assignee, its successors, assigns or other legal representatives, Assignor's entire right, title and interest in and to the Trademarks, and all trademark registrations and applications for trademark registrations in the United States and in all countries throughout the world, together with the goodwill of the business symbolized by the Trademarks and including all causes of action related thereto and the right to sue and collect damages for any past infringements. Nothing in this Assignment shall be construed to be a modification of, or limitation on, any provision of the Asset Purchase Agreement.

Assignor hereby authorizes the Commissioner of Patents and Trademarks of the United States and other empowered officials of the United States Patent and Trademark Office and/or the appropriate empowered officials in relevant jurisdictions outside the United States to transfer all registrations and applications for the Trademarks to Assignee as assignee of Assignor's entire right, title and interest therein or otherwise as Assignee may direct, in accordance with this instrument of assignment, and to issue to Assignee all registrations which may issue with respect to any applications for a trademark included in the Trademarks, in accordance with this Trademark Assignment.

IN WITNESS WHEREOF, the Assignor has caused this Assignment of Trademarks to be executed by its proper officer thereunto duly authorized, as of the date first above written.

ASSIGNOR:

International Business Machines Corporation

By: [Signature]
Name:
Title:

State of New York)
) ss:
County of Westchester)

Before me, the undersigned, a Notary Public of the State of New York, personally appeared Paul M. Loftus, having been sworn by me according to the law did depose and say he/she was the General Manager of Internal Business Machines Corporation (the "Assignor") and did acknowledge the execution of the foregoing Assignment of Trademarks on behalf of Assignor.

WITNESS my hand and Notarial seal this 2nd day of February, 2001.

My Commission Expires:
My County of Residence:

[Signature]
Notary Public
Lorraine B. Danas
Name Printed

LORRAINE B. DANAS
Notary Public, State of New York
No. 01DA6025767
Qualified in Westchester County
Commission Expires June 01, 2001

ASSIGNEE: Professional Data Management Associates, Inc.

By: [Signature]
Name: Timothy L. Wagner
Title: President

State of Indiana)
) ss:
County of Marion)

Before me, the undersigned, a Notary Public of the State of Indiana, personally appeared Timothy L. Wagner, having been sworn by me according to the law did depose and say he/she was the President of Professional Data Management Associates, Inc. (the "Assignee") and did acknowledge the execution of the foregoing Assignment of Trademarks on behalf of Assignee.

WITNESS my hand and Notarial seal this 10th day of January, 2001.

My Commission Expires:
October 26, 2008
My County of Residence:
Johnson

[Signature]
Notary Public
Coleen Moulton
Name Printed

Schedule 1.1(f) Trademarks

LIFE PRO for computer programs and instruction manuals therefor in the field of administrative processing of life and health insurance products.

US Trademark Registration No. 1,666,590, registered December 3, 1991, for LIFE PRO in International Class 9

Indiana Trademark Registration No. 50,100,619, registered March 12, 1991, for LIFE PRO, with Stylized Letters in International Classes 9 and 16

United Kingdom Application Serial No. 2058621, Registration No. 2,058,621 filed February 29, 1996 for LIFE PRO in International Class 9.

Republic of Ireland Application Serial No. 96/1548, Registration No. 175,305 filed February 29, 1996 for LIFE PRO in International Class 9.

Hong Kong Application Serial No. 94/15227, Registration No. B3228 of 1997 filed December 22, 1994 for LIFE PRO in International Class 9.

Indonesia, Registration No. 372,975 filed June 8, 1995 registered November 4, 1996 for LIFE PRO in International Class 9.

Philippine Application Serial No. 97971, Registration No. 66745 filed January 27, 1995, registered December 8, 1998 for LIFE PRO in International Class 9.