

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

File No.: P309 0001

To the Commissioner for Trademarks: Please record the attached original documents or copy thereof.

SUBMISSION TYPE
 Resubmission (Non-Recordation)
Document ID# 700005851A

2. Name and address of receiving party(ies):
Name: Tillicombe International LDC
Street Address: c/o Royal Bank of Canada Trust Company
(Cayman) Ltd., P.O. Box 1586
City: George Town Province:
Country: Grand Cayman Postal Code:

1. Name of conveying party(ies):
Direct Data Systems Limited Partnership
Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Corrective Assignment to correct spelling error in name of assignee in assignment dated 2 October 1997.
Date of Corrections: 25 April 2001

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation of Grand Cayman
 Other _____
If assignee is not domiciled in U.S.A., a domestic representative designation is attached: Yes No
(Designations must be a separate document) Additional name(s) and address(es) attached? Yes No

4. Application number(s) or registration number(s):
A. Trademark Application No. (s)
Additional numbers attached? Yes No

B. Trademark Registration No. (s)
1,732,044 [PENPLUS]

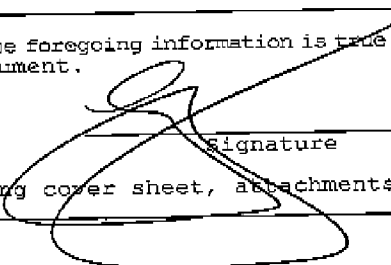
5. Name and address of party to whom correspondence concerning document should be mailed:
Name: OYEN WIGGS GREEN & MUTALA
Attention: Gavin N. Manning
Address: Suite 480 - The Station
601 West Cordova Street
Vancouver, British Columbia
CANADA V6B 1G1
Tel.: (604) 669-3432 Fax: (604) 681-4081

6. Total no. of applications and registrations involved: [1]
7. Total fee (37 CFR 3.41) \$ 40.00
 Enclosed (PREVIOUSLY PAID)
 Authorized to be charged to deposit account
8. Deposit Account Number: 02-1037
(Attach copy of this page if paying by deposit account)

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.

Gavin N. Manning
Name of Person Signing



17 July, 2001
Date

Total Number of pages including cover sheet, attachments, and document: [9]

TRADEMARK ASSIGNMENT

WHEREAS, **DIRECT DATA SYSTEMS LIMITED PARTNERSHIP**, a limited partnership of the State of Wisconsin, located at 810 Cardinal Lane, Hartland, Wisconsin 53029, United States of America, has adopted, has used, and is using the trademarks listed on Attachment A and has registered said marks in the United States Patent and Trademark Office; and

[Signature]
TILlicOMBE

WHEREAS, **TILlicOMBE INTERNATIONAL LDC**, a Cayman Island company, located at c/o Royal Bank of Canada Trust Company (Cayman) Ltd., P.O. Box 1586, George Town, Grand Cayman, BWI, is desirous of acquiring all rights in said trademarks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said **DIRECT DATA SYSTEMS LIMITED PARTNERSHIP** does hereby assign unto **TILlicOMBE INTERNATIONAL LDC** all rights, title and interest in and to the said trademarks, together with the good will of the business symbolized by the trademarks, and the registrations thereof.

DIRECT DATA SYSTEMS LIMITED PARTNERSHIP

Dated: Oct 2, 1997

By: *[Signature]*
Richard P. Draper
President of RSD, Inc.,
the General Partner of Direct
Data Systems Limited Partnership

On this 2 day of OCTOBER, 1997, before me, a notary public in and for the Province of British Columbia, CANADA, appeared Richard P. Draper, to me personally known, who, being by me duly sworn, did say that he is the President of RSD, Inc., the General Partner of Direct Data Systems Limited Partnership, a limited partnership of the State of Wisconsin, and that the foregoing instrument was signed on behalf of such limited partnership, and said Mr. Draper acknowledged the foregoing instrument to be the free act and deed of such limited partnership.

[Signature]
Notary Public in and for the Province of British Columbia, CANADA
My Commission is Unlimited by Time

[Signature]
4/25/01

RECEIVED BY MAIL FEB 12 1997

NO. 1000 7. 1

SCHEDULE A

Trademark

U.S. Registration No.

**TCOMM
PENPLUS**

**1,819,696
1,732,044**

TRADEMARK ASSIGNMENT FORM TM 119-2097/1/01

Handwritten signature
4/25/01

TRADEMARK

REEL: 002288 FRAME: 0442

TRADEMARK ASSIGNMENT

WHEREAS, DIRECT DATA SYSTEMS LIMITED PARTNERSHIP, a limited partnership of the State of Wisconsin, located at 810 Cardinal Lane, Hartland, Wisconsin 53029, United States of America, has adopted, has used, and is using the trademarks listed on Attachment A and has registered said marks in the United States Patent and Trademark Office; and

WHEREAS, TILICOMB INTERNATIONAL LDC, a Cayman Island company, located at c/o Royal Bank of Canada Trust Company (Cayman) Ltd., P.O. Box 1586, George Town, Grand Cayman, BWI, is desirous of acquiring all rights in said trademarks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said DIRECT DATA SYSTEMS LIMITED PARTNERSHIP does hereby assign unto TILICOMB INTERNATIONAL LDC all rights, title and interest in and to the said trademarks, together with the good will of the business symbolized by the trademarks, and the registrations thereof.

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[Signature]

Notary Public in and for the Province of British Columbia, CANADA
My Commission is Unlimited by Time

FEB 12 1997 10:27 AM FAX 0274014

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SCHEDULE A

Trademark

U.S. Registration No.

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1,819,696
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