

05-07-2001



101705750

RECORDATION FORM SYSTEM  
**TRADEMARKS ONLY**

U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

Form PTO-1594  
(Rev. 03/01)  
OMB No. 0651-0027 (exp. 5/31/2002)  
Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼

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

1. Name of conveying party(ies):

Marina B. Perez

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other \_\_\_\_\_

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

3. Nature of conveyance:

4-26-01

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other \_\_\_\_\_

Execution Date: \_\_\_\_\_

2. Name and address of receiving party(ies)

Name: Gray Matter Holdings, LLC  
Internal Address: \_\_\_\_\_

Street Address: 720 South Montford Avenue  
City: Baltimore State: MD Zip: 21202

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State \_\_\_\_\_
- Other Delaware 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)

B. Trademark Registration No.(s) 2,195,378  
2,193,552  
2,193,551

Additional number(s) attached  Yes  No

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

Name: Timothy A. Hodge, Jr., Esquire

Internal Address: General Counsel  
Gray Matter Holdings, LLC

Street Address: 720 South Montford Avenue

City: Baltimore State: MD Zip: 21202

6. Total number of applications and registrations involved: \_\_\_\_\_

**3**

7. Total fee (37 CFR 3.41).....\$ 90

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

905

(Attach duplicate 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.

Dana O. Lynch, Esquire  
Name of Person Signing

Dana O. Lynch  
Signature

4/25/01  
Date

**4**

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

05/04/2001 DBYRNE 00000052 2195378

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patent & Trademarks, Box Assignments  
Washington, D.C. 20231

01 FC:481 40.00 OP  
02 FC:482 50.00 OP

**TRADEMARK**  
**REEL: 002288 FRAME: 0521**

Exhibit 1

ASSIGNMENT OF TRADEMARKS

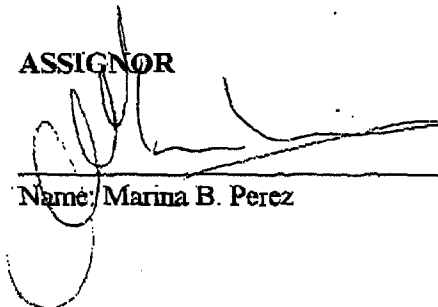
WHEREAS, Seller, Marina B. Perez ("Assignor"), is the owner of the marks set forth on Schedule A (the "Marks"), which are currently registered with the United States Patent and Trademark Office (the "PTO");

WHEREAS, pursuant to an Agreement dated April 18, 2001, Purchaser, Gray Matter Holdings, LLC ("Assignee"), acquired any and all rights that Assignor had in and to the Marks and the registrations and pending applications therefor, together with the goodwill of the business symbolized by the Marks, along with the right to recover for damages and profits for past infringements thereof;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby acknowledges the assignment and transfer to Assignee of all right, title, and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and the registrations and pending applications therefor, along with the right to recover for damages and profits for past infringements thereof.

IN WITNESS WHEREOF, the Assignor and Assignee has caused the execution of this Assignment as of the 18 day of April 2001.

ASSIGNOR



(SEAL)

Name: Marina B. Perez

ASSIGNEE



(SEAL)

Name: Brian E. Le Gette

President, Gray Matter Holdings, LLC

STATE OF Florida, COUNTY OF Broward, TO WIT:

On this 18 day of April, 2001, before me appeared Marina B. Perez, being duly authorized, who signed this Assignment on her own behalf.

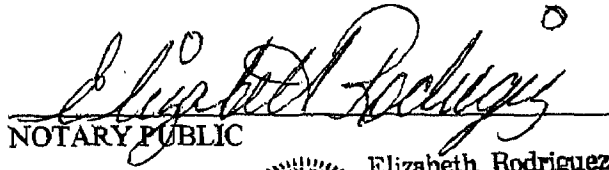
  
NOTARY PUBLIC

EXHIBIT 1 TO  
TRADEMARK PURCHASE AGREEMENT



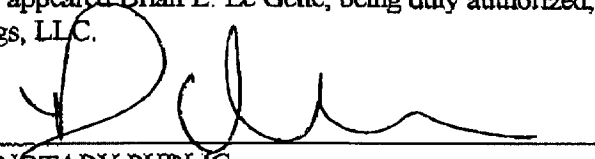
Elizabeth Rodriguez  
Commission # CC 945929  
Expires June 18, 2004  
Bonded thru  
Atlantic Bonding Co., Inc.



My Commission Expires: \_\_\_\_\_

STATE OF Maryland, COUNTY OF Baltimore city TO WIT:

On this 23<sup>rd</sup> day of April, 2001, before me appeared Brian E. Le Gette, being duly authorized, who signed this Assignment on behalf of Gray Matter Holdings, LLC.



NOTARY PUBLIC

My Commission Expires: \_\_\_\_\_

ROBERT L. WILSON  
NOTARY PUBLIC STATE OF MARYLAND  
My Commission Expires July 7, 2002



**SCHEDULE A**

**REGISTERED MARKS**

MARK	REGISTRATION NO.	REGISTRATION DATE
FACCIA	2,195,378	October 13, 1998
FACCIA	2,193,552	October 6, 1998
FACCIA	2,193,551	October 6, 1998

**PENDING APPLICATIONS**

MARK	SERIAL NO.	FILING DATE

*Handwritten initials/signature*

SCHEDULE A TO  
TRADEMARK PURCHASE AGREEMENT