

05-22-2001

5.8.01



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To the Honorable Commissioner of Patents and Trademarks

ents or copy thereof.

1. Name of conveying party: CDDDB, Inc.

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

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State of Delaware
- Other

Name: Escient Technologies, LLC

Internal Address: _____

Street Address: 6325 Digital Way

City: Indianapolis

State: IN

Zip: 46278

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

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

Additional name(s) of conveying parties(ies) attached: Yes No

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: January 1, 2000

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

A. Trademark Application No.(s)
75/717,897

B. Trademark registration No.(s):

Additional numbers attached? Yes No

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

6. Total number of applications and registrations involved:

Name: Angela M. Fifelski

Internal Address: ICE MILLER

Street Address: One American Square, Box 82001

City: Indianapolis State: Indiana ZIP: 46282

7. Total fee (37 CFR 3.41): \$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: 09-0007

(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.

Angela M. Fifelski
Name of Person Signing

Angela M. Fifelski May 8, 2001
Signature Date

Total number of pages including cover sheet:

OMB No. 0651-0011 (exp 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

**Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231**

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231 and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503

**TRADEMARK
REEL: 002299 FRAME: 0647**

ASSIGNMENT OF TRADEMARK

WHEREAS, CDDDB, Inc. (the "Assignor"), a Delaware Corporation having an address of 6325 Digital Way, Indianapolis, Indiana 46278, is the owner of the following trademark that has been filed with the United States Patent and Trademark Office:

| | |
|-----------------|---|
| Mark: | POWERFILE |
| Services: | Computer software and electronic hardware for storing and accessing digital media, namely movie, music, games, and global computer information network content to control DVD and CD changers |
| Application No. | 75/717,897 |
| Filed: | June 1, 1999 |

WHEREAS, Escient Technologies, LLC (the "Assignee"), a Delaware Corporation having an address of 6325 Digital Way, Indianapolis, Indiana 46278, is desirous of acquiring this trademark and the registration thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all rights, title and interest in and to said trademark and application and registration thereof, together with the goodwill of the business associated with or symbolized by said mark and the above-identified registration thereof, and including the right to sue and collect damages for any and all past infringements.

Assignee is the successor to the portion of the business to which the trademark pertains and that business is ongoing.

Effective as of the 1st day of January, 2000.

CDDDB, Inc.

By: 

Nora Doherty
Corporate Secretary
CDDDB, Inc.

ASSIGNMENT OF TRADEMARKS

WHEREAS, Escient Technologies, LLC (the "Assignor"), a Delaware Corporation having an address of 6325 Digital Way, Indianapolis, Indiana 46278, is the owner of the following trademark that has been filed with the United States Patent and Trademark Office:

Mark: POWERFILE
Services: Computer software and electronic hardware for storing and accessing digital media, namely movie, music, games, and global computer information network content to control DVD and CD changers
Application No. 75/717,897
Filed: June 1, 1999


WHEREAS, Starmatrix, Inc. (the "Assignee"), a California Corporation having an address of 6325 Digital Way, Indianapolis, Indiana 46278, is desirous of acquiring this trademark;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all rights, title and interest in and to said trademark and application and registration thereof, together with the goodwill of the business associated with or symbolized by said mark and the above-identified application thereof, and including the right to sue and collect damages for any and all past infringements.

Assignee is the successor to the portion of the business to which the trademark pertains and that business is ongoing.

Effective as of the 1st day of January, 2000.

Escient Technologies, LLC

By: 
Nora Doherty
Corporate Secretary
Escient Technologies, LLC

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Re: Verified Statement under TMEP 501.01(a) Assignment of Intent-to-Use Application

Mark: POWERFILE
Application No. 75/717,897
Filed: June 1, 1999
Original Owner: Escient, Inc.
Our File No.: T01850-US-1 (17380.0002)

DECLARATION

I, Nora Doherty, hereby swear and affirm as follows:

1. I am the Corporate Secretary for all of the following companies: CDDDB, Inc. ("CDDDB"), Escient Technologies, LLC ("Escient Technologies"), and Starmatix, Inc. ("Starmatix").

As Corporate Secretary for these companies, I have actual authority to sign this declaration on behalf of CDDDB, Escient Technologies, and Starmatix. I additionally was the Corporate Secretary for Escient, Inc., the Applicant for the above-referenced application.

2. Escient, Inc. ("Applicant") applied for the mark POWERFILE serial number 75/717,897 (the "Trademark").

3. On December 31, 1999, Applicant was merged into CDDDB (Articles of Merger attached as Exhibit A).


4. January 1, 2000, CDDDB transferred certain businesses and assets to Escient Technologies. The portion of the business of Applicant to which the Trademark pertains was transferred to Escient Technologies, and that business is ongoing and existing. Escient Technologies is the successor to CDDDB for the business of the Applicant to which the Trademark pertains. (Assignment of Trademark from CDDDB to Escient Technologies attached as Exhibit B).

5. Starmatix is a majority owned subsidiary of Escient Technologies, and Escient Technologies assigned the trademark "POWERFILE" to Starmatix together with the goodwill of the trademark to Starmatix. The portion of the business of Applicant to which the Trademark pertains was transferred to Starmatix. Starmatix is the successor to Escient Technologies for the businesses of Applicant to which the Trademark pertains. (Assignment of Trademark from Escient Technologies to Starmatix attached as Exhibit C).

6. The undersigned, being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. 1001, and that such willful false statements may jeopardize the validity of the application or any resulting registration, and that all statements made of her own knowledge are true and all statements made on information and belief are believed to be true.

5/3/01

Date



Nora Doherty
Corporate Secretary CDDDB, Inc.
Corporate Secretary Escient Technologies, LLC.
Starmatix, Inc.

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