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Form PTO-1
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U.S. Patent & TMOfo/TM Mail RptDt. #71

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U.S. DEPARTMENT OF COMMERCE

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

5-23.01

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Patent and Trademark Office

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

1. Name of conveying party(ies):

Numerix Corporation

- Individual Association
- General Partnership Limited Partnership
- Corporation-State
- Other Delaware

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

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

Name: Numerix LLC

Internal Address: _____

Street Address: 546 Fifth Avenue

City: Delaware State: NY ZIP: 10035

3. Nature of conveyance:

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

Execution Date: May 18, 2001

- 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 trademark number(s):

A. Trademark Application No.(s)

75/881,216 75/898,558
75/898,506 75/899,312

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: John A. Bacon

Internal Address: Baker & McKenzie

One Prudential Plaza

Suite 3500

Street Address: 130 East Randolph Drive

City: Chicago State: IL ZIP: 60601

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41):\$ 115.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

501-649

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.

John A. Bacon

Name of Person Signing

Signature

May 21, 2001

Date

Total number of pages including cover sheet, attachments, and document: 3

24N

DEED OF ASSIGNMENT

WHEREAS, NumeriX Corporation, a corporation organized and existing under the laws of the state of Delaware, with an address of 546 Fifth Avenue, New York, NY 10036, is the owner of all right, title and interest in and to certain patents and trademarks (the "Intellectual Property"), including common law rights, and the applications for registration and the registrations thereof in the United States Patent and Trademark Office, as set forth in the attached Schedule "A".

WHEREAS, NumeriX LLC, a limited liability company organized and existing under the laws of the state of Delaware, with an address of 546 Fifth Avenue, New York, NY 10036, is desirous of acquiring said Intellectual Property and the applications for registration and the registrations thereof.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, NumeriX Corporation does hereby assign unto said NumeriX LLC, all right, title and interest in and to the Intellectual Property, together with the goodwill of the business symbolized by the trademarks, and the applications for registration and the registrations thereof as set forth in the attached Schedule "A", and all causes of action, rights of recovery and claims for damages or other relief.

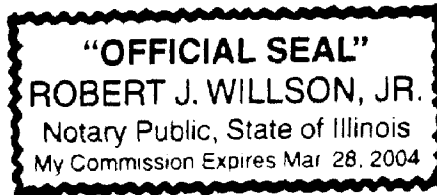
NumeriX Corporation

By: Dean H. Dossias
Name: DEAN H. DOSSIAS
Title: Secretary

Executed this 18th day of May, 2001.

Subscribed to and sworn before me
this 18 day of May, 2001.

[Signature]
Notary Public



My Commission Expires: 3-28-2004

SCHEDULE "A"

PATENTS

<u>Name</u>	<u>Appln./Reg. No.</u>	<u>Issue Date</u>
INTERFACE BETWEEN TWO PROPRIETARY COMPUTER PROGRAMS	6,208,738	March 27, 2001
RADIATION THERAPY PLANNING METHOD AND SYSTEM	60/235,296 (Provisional Appln.)	---

TRADEMARKS

<u>Mark</u>	<u>Appln. No.</u>	<u>Appln. Date</u>
MONEYTOOLS	75/881,216	December 27, 1999
MY CALL	75/898,558	January 19, 2000
MY WORTH	75/898,506	January 19, 2000
MY STRATEGY	75/899,312	January 19, 2000

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