

R

07-23-2001

3ET



To the Honorable Commissioner c

original document(s) or copy thereof.

101787182

1. Name of conveying party(ies) (assignor(s)):

Exel Logistics-Temperature Controlled Services Limited

7-130

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Corporation - United Kingdom

Additional name(s) of conveying party(ies) attached? yes no

3. Nature of Conveyance:

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

Execution Date: June 11, 2001

2. Name and Address of Party(ies) receiving an interest (assignee(s)):

Name: Exel Logistics Limited
Address: 251 Midsummer Boulevard

City: Milton Keynes
State: Bucks MK9 1EQ Zip: _____

Country: ENGLAND

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other Corporation - United Kingdom

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)

1,786,055
2,043,905

Additional numbers attached? Yes No

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

Julie J. McMurry
Senniger, Powers, Leavitt & Roedel
One Metropolitan Square
16th Floor
St. Louis, Missouri 63102
(314) 231-5400 (telephone)

6. Total number of applications and registrations involved:
Application(s) _____ + Registration(s): 2 = Total 2

7. Total Fee (37 CFR 3.41) \$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account Number: 19-1345
(Duplicate copy of this sheet attached)

- Charge any underpayment or credit any overpayment to above 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.

Julie J. McMurry
Name of Person Signing

Julie J. McMurry
Signature

July 11, 2001
Date

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

5

07/20/2001 6TON11 00000089 1786055

01 FC:481 40.00 DP
02 FC:482 25.00 DP

SERVICE MARK ASSIGNMENT

1. WHEREAS, Exel Logistics-Temperature Controlled Services Limited of The Merton Centre, 45 St. Peter's Street, Bedford, MK40 2UB ENGLAND, a corporation duly organized and existing under and by virtue of the laws of the United Kingdom (hereinafter referred to as Assignor), has adopted and used in its business certain service marks; and

2. WHEREAS, Assignor has certain registrations in the United States Patent and Trademark Office relating to said service marks; and

3. WHEREAS, Exel Logistics Limited of 251 Midsummer Boulevard, Milton Keynes, Bucks, MK9 1EQ ENGLAND, a corporation duly organized and existing under and by virtue of the laws of the United Kingdom (hereinafter referred to as Assignee), is desirous of acquiring the entire right, title and interest of Assignor in said service marks and said registrations and the good will of the business in connection with which said service marks are used;

4. NOW THEREFORE, in consideration of the sum one dollar (\$1.00) and other good and valuable consideration by Assignee to Assignor in hand paid, receipt of all of which is hereby acknowledged, Assignor has agreed to and does hereby sell, assign and transfer unto Assignee, its successors and assigns, all of Assignor's right, title and interest throughout the world in and to said service marks and said registrations together with the

good will of the business in connection with which said service marks are used, and together with full right to sue for and recover all profits and damages recoverable from past infringements of said service marks; including specifically, without limiting the generality of the foregoing, the United States registrations listed below.

5. TO BE HELD AND ENJOYED BY Assignee, its successors and assigns, as fully and entirely as the same would have been held and enjoyed by Assignor had this sale and assignment not been made.

6. THE UNITED STATES SERVICE MARK REGISTRATION(S) ARE AS FOLLOWS:

<u>Reg. No.</u>	<u>Reg. Date</u>	<u>Service mark</u>
1,786,055	August 3, 1993	EXEL LOGISTICS & Design
2,043,905	March 11, 1997	EXEL LOGISTICS & Design

7. IN WITNESS WHEREOF, Assignor has caused these presents to be executed by its officers thereunto duly authorized this 11th day of June, 2001.

EXEL LOGISTICS-TEMPERATURE CONTROLLED SERVICES LIMITED

For and on behalf of

EXEL NOMINEE NO 2 LTD

By: Chaire Alves

Authorized Signatory

Name: CHAIRE ALVES

Title: Director of Exel Nominee No 2 Ltd,
Corporate Director of Exel Logistics -
Temperature Controlled Services Ltd.