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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

Tab settings

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

<p>1. Name of conveying party(ies): <b>8-15-01</b>  <u>PCI CARTO INC.</u></p> <p><input type="checkbox"/> Individual(s)      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership      <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation-State  <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>		<p>2. Name and address of receiving party(ies)</p> <p>Name: <u>PCI GEOMATICS ENTERPRISES, INC.</u>  Internal _____  Address: _____</p> <p>Street Address: <u>50 West Wilmot Street</u>  City: <u>Richmond Hill</u> State: <u>Ontario</u> Zip: <u>L4B 1M5</u>  <u>CANADA</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____  <input checked="" type="checkbox"/> Corporation-State _____  <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No  (Designations must be a separate document from assignment)  Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment      <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement      <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>Effective 01 August 2001</u></p>			
<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s) _____</p> <p>B. Trademark Registration No.(s)  <u>2,193,619 / 2,197,879 / 2,197,880</u></p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>			
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>A. John Armstrong</u>  Internal Address: <u>Arthur John Armstrong, P.C.</u>  _____  _____  Street Address: <u>1364 Beverly Road, Suite 300</u>  _____  City: <u>McLean</u> State: <u>VA</u> Zip: <u>22101</u></p>		<p>6. Total number of applications and registrations involved: <u>3</u></p> <p>7. Total fee (37 CFR 3.41).....\$ <u>90.00</u></p> <p><input checked="" type="checkbox"/> Enclosed  <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: _____  (Attach duplicate copy of this page if paying by deposit account)</p>	
<b>DO NOT USE THIS SPACE</b>			
<p>9. Statement and signature.  <i>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.</i></p> <p><u>A. John Armstrong</u>      <u>[Signature]</u>      <u>August 15, 2001</u>  Name of Person Signing      Signature      Date</p> <p>Total number of pages including cover sheet, attachments, and document: <u>5</u></p>			

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

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02 FC:482 50.00 00

**PCI GEOMATICS ENTERPRISES, INC.**

50 WEST WILMOT STREET  
RICHMOND HILL, ONTARIO  
CANADA L4B 1M5

TELEPHONE  
(905) 764-0614

FACSIMILE  
(905) 764-9604

**DESIGNATION OF DOMESTIC REPRESENTATIVE**

The following is hereby appointed applicant's (PCI Geomatics Enterprises, Inc.) representative upon whom notice or process in the proceedings affecting the following marks may be served.

**Identify the Mark**

**Registration No**

ACE®	2,193,619
ACE® & Design (Logo)	2,197,880
ACE Advanced Cartographic Environment®	2,197,879

Representative's Name: Arthur John Armstrong

Street Address: 1364 Beverly Road  
Suite 300

City: McLean


State: Virginia

Zip Code: 22101

Firm Name: Arthur John Armstrong, P.C.

Phone Number: 703-356-3100

Fax Number: 703-356-3150

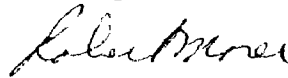
  
\_\_\_\_\_  
Initials

ATTACHMENT TO ITEM 2  
DOMESTIC REPRESENTATIVE  
PAGE 2

Internet E-Mail Address:

armstron@bellatlantic.net

The USPTO is authorized to communicate with the applicant's representative via e-mail.



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Robert Moses  
President  
PCI Geomatics Enterprises, Inc.  
This 1st day of August 2001

**ASSIGNMENT OF TRADEMARKS  
FROM  
PCI CARTO, INC.  
TO  
PCI GEOMATICS ENTERPRISES, INC.**


**WHEREAS PCI CARTO, INC.**, with its principal offices at 50 West Wilmot Street, Richmond Hill, Ontario, Canada L4B 1M5 has adopted, used and is using the following marks which are registered in the United States Patent and Trademark Office

<u>Registration Date</u>	<u>Name</u>	<u>Class</u>	<u>®#</u>
Reg. 10/06/98	ACE®	9	2,193,619® #75/337433
Reg. 10/20/98	ACE® & Design (Logo)	9	2,197,880® #75/337443
Reg. 10/20/98	ACE Advanced Cartographic Environment®	9	2,197,879® #75/337442

**WHEREAS PCI CARTO, INC.**, was licensed by PCI, INC. the predecessor in interest to PCI GEOMATICS ENTERPRISES, INC. (the successor in interest to PCI, INC.), to register PCI trademarks and service marks in the United States and to hold these trademarks for the benefit of the licensor which retained ownership of the trademark, including the good will pertaining thereto; and

**WHEREAS PCI GEOMATICS ENTERPRISES, INC.**, with its principal offices at 50 West Wilmot Street, Richmond Hill, Ontario, Canada L4B 1M5, is desirous of acquiring said marks and the registrations thereof in its own name;

Now therefore, for the good and valuable consideration receipt of which is hereby acknowledged, said PCI CARTO, INC. does hereby assign unto the said PCI GEOMATICS ENTERPRISES, INC. all right, title and interest in and to the said marks, together with the good will of the business symbolized by the mark, and the above identified registrations thereof. said assignment shall be deemed effective as of the 1st day of August 2001.

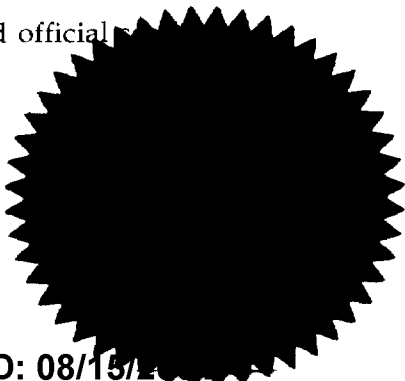
  
Robert Moses  
President  
PCI CARTO INC.

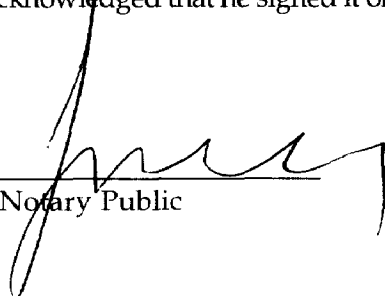
NOTARY PUBLIC

PROVINCE OF ONTARIO     )  
  )ss.  
COUNTRY OF CANADA     )

The foregoing instrument was acknowledged, subscribed and sworn to before me this 29th day of November, 2001 by Robert Moses who acknowledged that he signed it on behalf of the identified corporation with authority to do so.

Witness my hand and official



  
Notary Public