

09-10-2001



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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

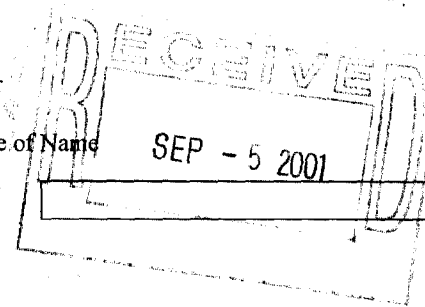
Submission Type

- New
- Resubmission (Non-Recordation)
Document ID#
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other

Effective Date
Month Day Year
08/17/2001



Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

08/17/2001

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

- Individual General Partnership Limited Partnership Association
- Corporation
- Other

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization

09/07/2001 TDIAZ1 00000184 75700433

FOR OFFICE USE ONLY

01 RC:401 40.00 OP
02 FC:402 125.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Domestic Representative Name and Address

Enter for the first Receiving Party Only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached
 Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="75/788,433"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,182,800"/>	<input type="text" value="1,855,643"/>	<input type="text"/>
<input type="text" value="75/645,583"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,921,628"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,886,775"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account
 Deposit Account
 (Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #
 Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Arlene D. Hanks
Name of Person Signing


Signature

08-31-01
Date Signed

ASSIGNMENT OF TRADEMARKS

WHEREAS, MSI SOFTWARE, INC., a Delaware corporation with its principal place of business at 10400 Eaton Place, Suite #305, Fairfax, Virginia 22030, hereinafter referred to as "Assignor," has adopted, used and is the owner of various registered trademarks and trademark applications set forth on the attached Schedule A, and all rights appurtenant thereto, including, but not limited to, all common law rights, trade name rights, domain name rights, causes of action, and the right to recover for past infringement, dilution or other misappropriation (hereinafter collectively referred to as "Trademarks"); and

WHEREAS, Assignor has acquired goodwill associated with and symbolized by the Trademarks and has not abandoned them; and

WHEREAS, ATSTAFF, INC., a North Carolina corporation with its principal place of business at 2207 Buck Quarter Farm, Hillsborough, North Carolina 27278, hereinafter referred to as "Assignee," is desirous of acquiring the Trademarks, together with the goodwill associated therewith;

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and for other good and valuable consideration, receipt of which Assignor acknowledges by its execution below:

1. Assignor hereby assigns to Assignee all of its rights, title and interest in and to the Trademarks, in each case together with the goodwill of the business connected with the use of and symbolized by said Trademarks and that portion of Assignor's business which pertains to any pending intent-to-use applications filed pursuant to Section 1(b) of the United States Trademark Act (15 U.S.C. § 1051, et seq.), and together with any and all interests, claims and rights for damages and profits by reason of any past infringement or unauthorized use of the mark, false designations of origin, unfair competition, deceptive trade practices and/or dilution related to the Trademarks, use of confusingly similar marks or names by others and all other related causes of action and the right to sue therefor.

2. Assignor agrees to perform all reasonable and proper additional acts and to execute and deliver any additional documents at the request of Assignee which Assignee may require in order to vest all of Assignor's rights, title and interest in and to the Trademarks in Assignee, its successors or assigns.

We have hereto set our hand(s) and seal(s) this 17 day of August, 2001.

MSI SOFTWARE, INC., a
Delaware corporation
Assignor

By: [Signature]
Name: Rex G. Ahlstrom
Title: President + CEO

ATSTAFF, INC., a North Carolina
corporation
Assignee

By: [Signature]
Name: Beth Richard
Title: President

SCHEDULE A

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
CLOCKWORK	2,182,800	8/18/98
MSI and Design	1,921,628	9/26/95
THE PHYSICIAN SCHEDULER (Stylized)	1,886,775	3/28/95
PS and Design	1,855,643	9/27/94

Pending Applications

Mark	Application No.	Filing Date
TIMEDesigner	75/788,433	10/30/99
NETPRACTICE	75/645,583	2/19/99