

09-19-2001



Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

101848768

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

1. Name of conveying party(ies):
Amtech Systems Corporation

9-13-01

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State Texas
- Other _____

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

2. Name and address of receiving party(ies)

Name: TransCore, LP

Internal

Address: _____

Street Address: 8158 Adams Drive, Liberty Centre Bldg. 200

City: Hummelstown State: PA Zip: 17036

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

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

3. Nature of conveyance:

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

Execution Date: 9/10/01

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

A. Trademark Application No.(s)
75/756,972; 75/757,581; 76/239,224

B. Trademark Registration No.(s)
2,289,162; 2,304,431; 2,081,055;
2,260,643; 1,856,753; 1,960,603;

Additional number(s) attached Yes No

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

Name: Michael J. Smith, Esquire

Internal Address: _____

Blank Rome Comisky & McCauley LLP

Street Address: One Logan Square

City: Philadelphia State: PA Zip: 19103

6. Total number of applications and registrations involved: 13

7. Total fee (37 CFR 3.41).....\$ 340.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

02-2555

(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.

Michael J. Smith, Esquire
Name of Person Signing

Signature

September 12, 2001
Date

Total number of pages including cover sheet, attachments, and document: 7

09/19/2001 LNUELLER 00000021 75756972

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

01 FC:481
02 FC:482

40.00 DP
300.00 DP

TRADEMARK
REEL: 002369 FRAME: 0442

Schedule 1

**TRADEMARKS OWNED BY
AMTECH SYSTEM CORPORATION**

<u>Trademark</u>	<u>Country</u>	<u>Status</u>	<u>Application Number</u>
PASSKEY	U.S.	Pending	75/756,972
POWERED BY PASSKEY	U.S.	Pending	75/757,581
TOLLTAG and Design	U.S.	Pending	76/239,224

<u>Trademark</u>	<u>Country</u>	<u>Status</u>	<u>Registration Number</u>
A AMTECH CORPORATION and Design	U.S.	Registered	2,289,162
A AMTECH CORPORATION and Design	U.S.	Registered	2,304,431
AMTECH	U.S.	Registered	2,081,055
AMTECH	U.S.	Registered	2,260,643
AMTECH BACKSCATTER	U.S.	Registered	1,856,753
AVID SYSTEMS	U.S.	Registered	1,960,603
P and Design	U.S.	Registered	2,272,917
PASSKEY	U.S.	Registered	2,298,655
RIDEMASTER	U.S.	Registered	2,122,391
SMARTPASS	U.S.	Registered	2,032,523

BLANK ROME COMISKY & McCAULEY LLP

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Smith-m@blankrome.com

September 12, 2001

VIA EXPRESS MAIL

Commissioner for Trademarks
Box Assignments
Washington, DC 20231

Re: TransCore, LP
Assignment of Trademark Applications and
Registrations from Amtech Systems Corporation to
TransCore, LP

Dear Madam:

Transmitted herewith for recordation is a Deed of Assignment of Trademark Applications and Registrations showing the assignment of the following marks from Amtech Systems Corporation ("Assignor") to TransCore, LP ("Assignee").

Mark	Registration No. (Serial No.)	Registration Date (Application Date)
PASSKEY	(75/756,972)	(7/21/99)
POWERED BY PASSKEY	(75/757,581)	(7/22/99)
TOLLTAG and Design	(76/239,224)	(4/11/01)
A AMTECH CORPORATION and Design	2,289,162	10/26/99
A AMTECH CORPORATION and Design	2,304,431	12/28/99
AMTECH	2,081,055	7/22/97
AMTECH	2,260,643	7/13/99
AMTECH BACKSCATTER	1,856,753	10/4/94
AVID SYSTEMS	1,960,603	3/5/96
P and Design	2,272,917	8/24/99
PASSKEY	2,298,655	12/7/99
RIDEMASTER	2,122,391	12/16/97
SMARTPASS	2,032,523	1/21/97

THIS DEED OF ASSIGNMENT is dated 10 September 2001 and

BETWEEN:

- (1) **Amtech Systems Corporation** a Delaware corporation, with an address at 19111 Dallas Parkway, Suite 300, Dallas Texas 75287, UNITED STATES OF AMERICA, (the "Assignor"), and
- (2) **TransCore, LP**, a Delaware limited partnership, with an address at 8158 Adams Drive, Liberty Centre, Building 200, Hummelstown, Pennsylvania 17036, UNITED STATES OF AMERICA (the "Assignee").

WHEREAS:

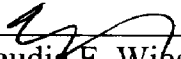
- (1) The Assignor is either the registered proprietor or entitled to be registered as the proprietor or the applicant of the trademarks short particulars of which are set out in the Schedule (the "Trademarks"); and
- (2) Assignee is desirous of acquiring the Trademarks,

NOW IT IS HEREBY AGREED as follows:

- 1 In consideration of the payment by the Assignee to the Assignor of 10.00 U.S. Dollars, receipt of which the Assignor acknowledges, the Assignor hereby assigns to the Assignee, with full title guarantee, its entire legal and beneficial interest in the Trademarks together with the goodwill associated therewith and the right to sue for past infringement TO HOLD unto the Assignee absolutely.
- 2 The Assignor shall at the Assignee's cost and expense execute all such documents and render all such assistance as the Assignee may reasonably request from time to time for the purpose of perfecting the Assignee's title to the Trademarks including without limitation making applications to register the Assignee as the proprietor of the Trademarks.
- 3 This Assignment shall be governed by and construed in accordance with the laws of the State of Delaware and the parties irrevocably agree that the courts of the State of Delaware are to have exclusive jurisdiction to any disputes that arise out of or in connection with this Agreement.


IN WITNESS WHEREOF this Deed of Assignment has been executed as a deed on the day and year first above written.

SIGNED by Claudia F. Wiegand)
for and on behalf of)
AMTECH SYSTEMS CORPORATION)
In the presence of:)



Claudia F. Wiegand
Vice President

SIGNED by Claudia F. Wiegand)
for and on behalf of)
TLP HOLDINGS, LLC,)
the general partner of TransCore, LP)
In the presence of:)



Claudia F. Wiegand
Executive Vice President

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