

10-16-2001



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

REC T

101874807

U.S. DEPARTMENT OF COMMERCE U.S. 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):

TransCore, LP

10-3-01

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 9/10/01

2. Name and address of receiving party(ies)

Name: TC (Bermuda) Finance, Ltd.

Internal

Address:

Street Address: Cedar House, 41 Cedar Ave.

City: Hamilton State: Bermuda Zip: HM 12

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other Company - Bermuda

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) 75/916,853; 76/193,093; 75/854,904; 75/587,774; 75/916,930; 75/587,766; 76/182,867; 76/147,862; 76/149,110; 76/222,505

B. Trademark Registration No.(s) 2,289,162; 2,304,431; 2,081,055; 2,260,643; 1,856,753; 1,717,046; 1,895,973; 1,960,603; 2,288,526;

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:

71

7. Total fee (37 CFR 3.41): \$1,790.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

(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

10/2/01 Date

16

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

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

10/16/2001 6TOM11 00000065 75916853

01 FC:461 02 FC:482

40.00 1750.00

TRADEMARK REEL: 002378 FRAME: 0412

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

Tab settings ⇌ ⇌ ⇌

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

1. Name of conveying party(ies):

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

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

3. Nature of conveyance:

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

Execution Date: _____

2. Name and address of receiving party(ies)

Name: _____

Internal Address: _____

Street Address: _____

City: _____ State: _____ Zip: _____

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

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

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

A. Trademark Application No.(s) 76/269,404;
75/924,082; 75/558,837; 76/248,513;
75/924,716; 76/239,224; 76/018,946
76/269,400; 76/005,557; 76/263,949

B. Trademark Registration No.(s) 1,441,430;
2,090,580; 1,879,593; 2,421,834;
2,106,654; 2,272,917; 2,224,591;
2,298,655; 2,292,977;

Additional number(s) attached Yes No

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

Name: _____

Internal Address: _____

Street Address: _____

City: _____ State: _____ Zip: _____

6. Total number of applications and registrations involved: _____

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

(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.

Name of Person Signing

Signature

Date

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

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼

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

1. Name of conveying party(ies):

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

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

3. Nature of conveyance:

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

Execution Date: _____

2. Name and address of receiving party(ies)

Name: _____

Internal Address: _____

Street Address: _____

City: _____ State: _____ Zip: _____

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

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

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

A. Trademark Application No.(s) 76/269,405;
75/924,717; 76/159,604; 76/166,670;
76/182,870; 75/303,734; 75/380,969;
75/756,972; 75/757,581; 76/269,403

B. Trademark Registration No.(s) 2,288,525;
2,308,304; 2,287,087; 1,589,365;
2,433,362; 1,714,194; 1,341,391;
2,422,313; 1,345,110

Additional number(s) attached Yes No

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

Name: _____

Internal Address: _____

Street Address: _____

City: _____ State: _____ Zip: _____

6. Total number of applications and registrations involved: _____

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

(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.

Name of Person Signing

Signature

Date

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

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

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼

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

1. Name of conveying party(ies):

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

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

3. Nature of conveyance:

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

Execution Date: _____

2. Name and address of receiving party(ies)

Name: _____

Internal Address: _____

Street Address: _____

City: _____ State: _____ Zip: _____

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

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

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

A. Trademark Application No.(s) 75/924,715;
75/303,728; 75/303,733; 76/030,623;
75/320,787

B. Trademark Registration No.(s) 2,122,391;
2,257,361; 2,032,523; 1,835,701;
1,941,848; 2,389,090; 2,450,813; 2,381,834

Additional number(s) attached Yes No 2,251,870

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

Name: _____

Internal Address: _____

Street Address: _____

City: _____ State: _____ Zip: _____

6. Total number of applications and registrations involved: _____

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

(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.

Name of Person Signing

Signature

Date

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

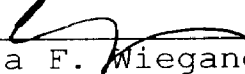
Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

DESIGNATION OF DOMESTIC REPRESENTATIVE

With respect to the registration and applications on this Trademark Assignment, Assignee TC (Bermuda) Finance, Ltd. Hereby appoints MICHAEL J. SMITH, of BLANK ROME COMISKY & McCAULEY LLP, One Logan Square, Philadelphia, PA 19103, as its domestic representative on whom may be served notices or process in proceedings affecting the subject matter.

TC (BERMUDA) FINANCE, LTD.

Date: 9/10/01

By: 
Claudia F. Wiegand
Vice President, Secretary &
Treasurer

THIS DEED OF ASSIGNMENT is dated 10 September 2001 and

BETWEEN:

- (1) **TransCore, L.P.**, a Delaware limited partnership, with an address at 8158 Adams Drive, Liberty Centre, Hummelstown, Pennsylvania 17036, UNITED STATES OF AMERICA (the "Assignor"), and
- (2) **TC (Bermuda) Finance, Ltd.**, a Bermuda company, with an address at Cedar House, 41 Cedar Avenue, Hamilton HM 12, BERMUDA (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 Bermuda and the parties irrevocably agree that the courts of Bermuda 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)
TLP HOLDINGS, LLC,)
the general partner of TransCore, L.P.)
In the presence of: *[Handwritten Signature]*)

[Handwritten Signature]

Claudia F. Wiegand
Executive Vice President

THE COMMON SEAL of)
TC (BERMUDA) FINANCE, LTD.)
Was hereunto affixed in the presence of:)

[Handwritten Signature]

Stephen James
Director

[Handwritten Signature]

Donna Johnson
Secretary

111039.01101/10893165v1