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

RE

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.

1. Name of conveying party(ies):

Service Champ, L.P.

1-17-02

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

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

2. Name and address of receiving party(ies)

Name: Service Champ II, L.P.

Internal

Address:

Street Address: 180 New Britain Boulevard

City: Chalfont State: PA Zip: 18914

- 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

3. Nature of conveyance:

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

Execution Date: October 26, 2001

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,224,297

Additional number(s) attached Yes No

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

Name: Christine F. Benton

Internal Address:

Clifford Chance Rogers & Wells LLP

Street Address: 200 Park Avenue

City: New York State: NY Zip: 10166

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41) \$ 40

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

18-1843

(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.

Christine F. Benton Name of Person Signing

Signature

Date Nov 5, 2001

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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

01/28/2002 GTON11 00000019 181843 2224297 01 FC:481 40.00 CH

TRADEMARK REEL: 002432 FRAME: 0207

ASSIGNMENT OF UNITED STATES TRADEMARK

WHEREAS, Service Champ, L.P., a limited partnership organized and existing under the laws of the Commonwealth of Pennsylvania, having a place of business at 180 New Britain Boulevard, Chalfont, PA 18914 ("Assignor"), is using the trademark Service Champ ("Trademark") in conjunction with its business and owns the United States trademark Registration No. 2,224,297 ("Registration");

WHEREAS, Service Champ II, L.P, a limited partnership organized and existing under the laws of the State of Delaware, having a place of business at 180 New Britain Boulevard, Chalfont, PA 18914 ("Assignee"), is desirous of acquiring the entire right, title and interest in and to the Trademark and the Registration, including the right to bring actions for infringement of the Trademark occurring prior to the date of this Assignment;

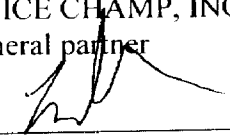
NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that for valuable and legally sufficient consideration, the receipt and legal sufficiency of which are hereby acknowledged by the Assignee, the Assignor has sold, assigned, and transferred, and by these presents does sell, assign, and transfer to the Assignee, the Assignor's entire right, title and interest in and to the Trademark as used in conjunction with the Assignor's business, including but not limited to the Registration, and including the right to make claims for or bring actions for infringements of the Trademark occurring prior to or after the date of this Assignment (and to retain and enjoy any damages or other relief resulting therefrom), together with that part of the goodwill of the Assignor's business connected with and symbolized by the Trademark.

IN TESTIMONY WHEREOF, the Assignor has caused this Assignment of the United States Trademarks to be executed by its authorized representative.

SERVICE CHAMP, L.P.

Date: October 26, 2001

By: SERVICE CHAMP, INC.,
its general partner

By: 
Name: Fred Berman
Title: President