

02-11-2002

1-24-02

FORM PTO-1594 (Rev. 6-93)



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

To the Honorable Commissioner of thereof.

101978631

with the attached original documents or copy

1. Name of conveying party(ies):
NetSage Corporation

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 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: December 20, 2001

2. Name and address of receiving party(ies):
Name: Finali Corporation

Internal Address: _____

Street Address: 10225 Westmoor Drive, Suite 100

City: Westminster State: Colorado ZIP 80021

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

If assignee is not domiciled in the United States, a domestic representative designation is attached:
 Yes No
(Designation 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) 75/364,384 and 75/471,407

Additional numbers attached? Yes No

B. Trademark Registration No.(s)

JAN 24 2002

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

Internal Address: Attn: Andrew Hartman, Esq.

Street Address: 380 Interlocken Crescent, Suite 900

City: Broomfield State: Colorado ZIP 80021

6. Total number of applications and registration involved: _____
2

7. Total fee (37 CFR 3.41):.....
\$ 65.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
(Attach duplicate copy of this page if paying by deposit account)

02/04/2002 BYRNE 00000066 75417407
01 FC:481 40.00 DP
02 FC:482 25.00 DP

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.

December 21, 2001
Andrew Hartman, Esq. Date

Total number of pages including cover sheet, attachments, and document: 4

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

NUNC PRO TUNC ASSIGNMENT OF TRADEMARK RIGHTS

THIS ASSIGNMENT is made this 20th day of December, Two Thousand and one, effective *nunc pro tunc* September 20, 2000.

Between NETSAGE CORPORATION, a corporation organized and existing under the laws of Delaware, 1300 Jackson Street, Golden, Colorado 80401 (hereinafter called "the Assignor"), and FINALI CORPORATION, a corporation organized and existing under the laws of the State of Delaware, of 10225 Westmoor Drive, Suite 100, Westminster, Colorado 80021, (hereinafter called "the Assignee").

RECITALS

A. The Assignor is owner of all right, title and interest to the trademarks identified in Schedule A hereto (hereinafter called "the Trademarks").

B. The parties have entered into a Merger dated September 29, 2000, in which the parties agreed to, among other things, this Assignment. The terms and conditions of the merger are incorporated by reference herein and expressly made a part hereof as if set forth specifically.

ASSIGNMENT

NOW THEREFORE, in consideration of the premises herein, and other good and valuable consideration:

1. The Assignor as owner of all right, title and interest to the Trademarks hereby assigns to the Assignee all its right, title and interest to the Trademarks, together with the goodwill symbolized by the Trademarks, to Assignee to own the same absolutely.

2. The Recitals and the Merger are made a part of this Assignment.

IN WITNESS WHEREOF, the Assignor and the Assignee have executed on the dates set forth below.

Assignor:

NETSAGE CORPORATION

By: Rolf J. Bentley
Its: VP Finance

(SEAL)

Subscribed and sworn before me this 20th day of Dec. Two Thousand and one.

[Signature]

Notary Public.

My Commission Expires: 8/11/04

Assignee:

FINALI CORPORATION.

By: Rolf J. Bentley
Its: VP Finance

(SEAL)

Subscribed and sworn before me this 20th day of Dec. Two Thousand and one.

[Signature]

Notary Public.

My Commission Expires: 8/11/04

Schedule A

Trademark:

Serial Number:

NETSAGE

75/364,384

SAGETALK
(Stylized)

75/471,407