

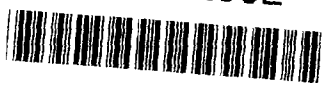
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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



U.S. Patent & TMOs/TM Mail Rpt Dt. #26

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

1. Name of conveying party(ies):
Right Management Consultants, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other L.P. Co.

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

2. Name and address of receiving party(ies)
Name: RMC of Illinois, Inc.
Internal
Address: Suite 1600
Street Address: 100 North Riverside Plaza
City: Chicago State: IL Zip: 60606

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No N/A
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No N/A

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: February 12, 2002

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
N/A

B. Trademark Registration No.(s)
See Exhibit A attached hereto

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Tristram R. Fall, III, Esquire
 Internal Address: Fox, Rothschild, O'Brien & Frankel, LLP
10th Floor
 Street Address: 2000 Market Street
 City: Philadelphia State: PA Zip: 19103

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41).....\$ 190.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
N/A
 (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.

Tristram R. Fall, III [Signature] 2/15/02
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 5

03/01/2002 LNUELLER 00000185 1630272

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

01 FC:481 40.00 DP
02 FC:482 150.00 DP

EXHIBIT A

List of Trademark Registrations

1,630,272

1,985,076

2,145,851

2,320,263

2,412,662

2,414,155

2,423,364



02-19-2002

U.S. Patent & TMO/TM Mail Rcpt Dt. #26


ASSIGNMENT OF TRADEMARKS AND SERVICE MARKS

In consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, **RIGHT MANAGEMENT CONSULTANTS, INC.**, a Pennsylvania corporation having an address of 1818 Market Street, Philadelphia, Pennsylvania 19103 (“Assignor”), for itself and its successors and assigns, hereby assigns to **RMC OF ILLINOIS, INC.**, an Illinois corporation having an address of 100 North Riverside Plaza, Suite 1600, Chicago, Illinois 60606 (“Assignee”), its successors and assigns, all right, title and interest in and to all of the trademarks and service marks owned by Assignor, together with the goodwill of the business associated therewith, including without limitation all rights in and to the federal service mark registrations listed on Schedule A hereto (collectively, the “Marks”).

This Assignment of Trademarks and Service Marks includes the right to apply for registration of any or all of the Marks in any and all jurisdictions where such registration is desired by Assignee, the right to renew any existing registrations, and the right to claim for any and all damages by reason of past infringement of the Marks, with the right to sue for and collect the same for Assignee’s own use and enjoyment and for the use and enjoyment of its successors and assigns.

IN WITNESS WHEREOF, Assignor has caused this Assignment of Trademarks and Service Marks to be executed by its duly authorized officer as of this 12TH day of February, 2002.

RIGHT MANAGEMENT CONSULTANTS, INC.

By: 
Title: President + COO

SCHEDULE A

<u>U. S. Reg. No.</u>	<u>Mark</u>	<u>Registration Date</u>	<u>Int'l Class</u>
1,630,272	"THE ZEROING-IN PROCESS (Z.I.P.)"	01/01/1991	35
1,985,076	RIGHT MATCH	07/09/1996	35
2,145,851	[Globe Design]	03/24/1998	35
2,320,263	"RIGHT MANAGEMENT CONSULTANTS"	02/22/2000	35
2,412,662	"RIGHT-FROM-HOME"	12/12/2000	35
2,414,155	"MANAGING THE HUMAN SIDE OF CHANGE"	12/19/2000	35
2,423,364	"RIGHT CONNECTION"	01/23/2001	35

COMMONWEALTH OF PENNSYLVANIA :
 : SS.
COUNTY OF Philadelphia :

Before me, a notary public, in and for the Commonwealth and County aforesaid, on this 12th day of February, 2002, personally appeared John G. Garin, who, having been by me duly sworn and having executed the foregoing instrument in my presence, did depose and say that s/he is the Pres. + CEO of **RIGHT MANAGEMENT CONSULTANTS, INC.**, the corporation that executed the foregoing instrument; that s/he executed said instrument on behalf of said corporation; and that s/he was duly authorized to do so, **RIGHT MANAGEMENT CONSULTANTS, INC.**, intending to be legally bound thereby and intending that said instrument be properly recorded.

Debra L. Martini
Notary Public

My Commission Expires: Oct 3, 2005

Notarial Seal
Debra L. Martini, Notary Public
City Of Philadelphia, Philadelphia County
My Commission Expires Oct. 3, 2005
Member, Pennsylvania Association Of Notaries