

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) **RECORDATION FORM COVER SHEET TRADEMARKS ONLY** 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): Stuart M. Kaplan
 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: OTG Operating Company
Internal Address:
Street Address: 2 Corporate Plaza, Suite 275
City: Newport Beach State: CA Zip: 92660
 Individual(s) citizenship U.S.
 Association
 General Partnership
 Limited Partnership
 Corporation-State California
 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 Declaration Regarding Ownership Status
Execution Date: March 21, 2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
1,683,643
Additional number(s) attached Yes No

6. Total number of applications and registrations involved: 1

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: J. Mark Holland
Internal Address:
Street Address: 3 Civic Plaza, Suite 210
City: Newport Beach State: CA Zip: 92660

7. Total fee (37 CFR 3.41) \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 08-2624
(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.
J. Mark Holland
Name of Person Signing Signature Date 4/23/02
Total number of pages including cover sheet, attachments, and document: 3

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

Docket No. ONEMI-T2767

TRADEMARK

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Registration of: OneMind Connect, Inc. (Current Registrant of Record is Managemark, Inc.)

Registration No.: 1,683,643

Trademark Law Office: 6

Issue Date: April 21, 1992

Examiner: John C. Tingley

Class: International 9

Mark: ON THE GO SOFTWARE

DECLARATION REGARDING OWNERSHIP STATUS

The undersigned being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the above- referenced registration, declares:

1. that all statements made herein of my own knowledge are true and all statements made on information and belief are believed to be true;
2. that I am the duly elected and acting President for the current Registrant/trademark owner OneMind Connect, Inc., and that I am properly authorized to execute this Declaration Regarding Ownership Status on behalf of the Registrant;

Certificate of Facsimile Transmission


I hereby certify that this correspondence is being transmitted via Facsimile to 703-306-5995 to the Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, Virginia 22202-3513, on this date of 4/23/02

J. Mark Holland 4/23/02
Mark Holland, Reg. No. 32,416 DATE

Docket No. ONEM1-12767 Reg. No. 1,683,643

3. that on April 28, 1998 a Trademark Assignment was filed with the Patent and Trademark Office for recordation to show that Robert Crumpler assigned the entire interest and the goodwill of the trademark "On the Go Software" to Global Expense Management, Inc. (Reel/Frame Number 1722/0373);
4. that on July 24, 1998 a Change of Name was recorded with the Patent and Trademark Office for recordation of change of name from Global Expense Management, Inc. to On The Go Software, Inc. (Reel/Frame Number 1762/0559).
5. that on June 1, 2000 an Change of Name was recorded with the Patent and Trademark Office for recordation of change of name from On the Go Software, Inc. to Managemark, Inc. (Reel/Frame Number 002092/0528).
6. that the current owner (OneMind Connect, Inc.) succeeded to the ownership of this registration from Managemark, Inc. as set forth below;
7. that on or about October 27, 2000, Managemark made a General Assignment to Stuart Kaplan, which assignment included this registration and all related intangibles such as goodwill;
8. that on or about October 27, 2000, Stuart Kaplan then transferred title to this registration (and all related intangibles such as goodwill) to OTG Operating Company ("OTG"); and
9. that on or about November 2000, OTG restated its Articles of Incorporation, including changing its name to OneMind Connect, Inc.

Signed at Newport Beach, this 21 day of MARCH 2002.



 Jim Wolcott, President
 Tel. No. 949-640-0701, Ext. 115

JMH:men

2:\WORK\ORD\ONEM1\12767\WNEBCL.DOC