

05-09-2002

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/200)
Tab settings



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ET U.S. DEPARTMENT OF COMMERCE
Y 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): 5-3-02
Audax Management Company, LLC
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other Limited Liability Company - Delaware
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: 101 Huntington Holdings, LLC
Internal Address: _____
Address: _____
Street Address: 101 Huntington Avenue
City: Boston State: MA Zip: 02199
 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other Limited Liability Co.-Delaware
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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
Execution Date: May 1, 2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
2,456,210 (AUDAX)
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: Rita M. Carrier, Esq.
Internal Address: Sullivan & Cromwell
Suite 800
Street Address: 1701 Pennsylvania Avenue,
N.W.
City: Washington State: DC Zip: 20006-5805

7. Total fee (37 CFR 3.41).....\$ 40.00
 Enclosed
 Authorized to be charged to deposit account
6. 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.
Rita M. Carrier Rita M. Carrier 5/3/02
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 7

05/09/2002 LINDLELL 00000144 2456210

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

TRADEMARK
REEL: 002501 FRAME: 0522

SERVICE MARK ASSIGNMENT
AND
ACKNOWLEDGMENT

THIS SERVICE MARK ASSIGNMENT AND ACKNOWLEDGMENT

(this "Assignment") is effective this 1st day of May, 2002, by Audax Management Company, LLC, a limited liability company organized and existing under the laws of the State of Delaware, having its principal place of business at 101 Huntington Avenue, Boston, Massachusetts 02199, hereinafter referred to as "Assignor," and 101 Huntington Holdings, LLC, a limited liability company organized and existing under the laws of the State of Delaware, having its principal place of business at 101 Huntington Avenue, Boston, Massachusetts 02199, hereinafter referred to as "Assignee."

W I T N E S S E T H :

WHEREAS, Assignor is desirous of assigning, and Assignee is desirous of acquiring, Assignor's entire right, title, and interest in and to the service mark AUDAX and the registration thereof in the United States Patent and Trademark Office, U.S. Registration No. 2,456,210, hereinafter referred to as the "Mark";

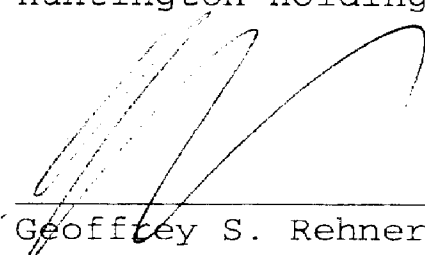
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign, transfer, set over, and convey unto Assignee and its successors and assigns, as of the date first above written, its entire right, title, and interest in and to the Mark, including: (i) the right to, and full benefit of, such priorities as may now or hereafter be granted by local law, international convention or treaty in and to the Mark; (ii) the good will of the business symbolized by, and associated with, the Mark; (iii) all common-law rights associated with the Mark; (iv) any and all rights of enforcement with respect to the Mark, including all rights to sue or recover for the past, present, and future misappropriation, infringement or other violation thereof; and (v) any and all causes of action related to the Mark.

ALL OF THE FOREGOING set forth in the immediately preceding paragraph shall be held and enjoyed by Assignee for its own use, and for the use of its successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this transfer to Assignee had not been made.

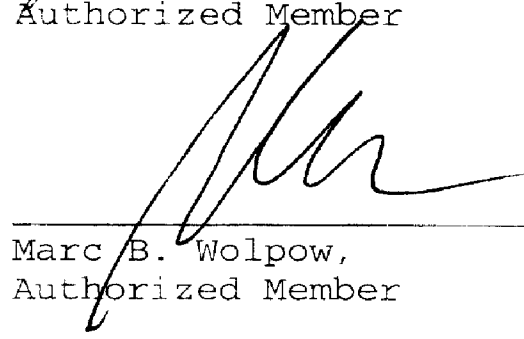
IN WITNESS WHEREOF, each of Assignor and Assignee

has caused this Assignment to be executed as of the date
first above written.

101 Huntington Holdings, LLC

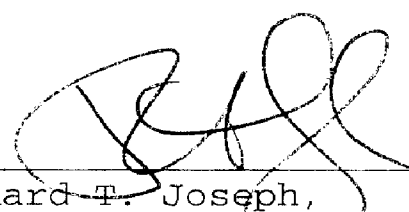
By: 

Geoffrey S. Rehnert,
Authorized Member

By: 

Marc B. Wolpow,
Authorized Member

Audax Management Company, LLC

By: 

Richard T. Joseph,
Managing Director and
Chief Financial Officer

