

06-10-2002

RECORDATION FORM COVER SHEET U.S. Department of Commerce

Patent and Trademark Office

To the Honorable Commissioner of Patents



Attached original documents or copy thereof.

1. Name of conveying party(ies):

102116463

Address of receiving party(ies):

Nortel Networks UK Limited

6.4.02

Cerebrus Solutions Limited
Great Eastern House
Edinburgh Way
Harlow, Essex
CM20 2NQ United Kingdom

Individual(s) Association
General Partnership Limited Partnership
Corporation

Other: a Company incorporated in England and Wales

Individual(s) citizenship _____
Association _____
General Partnership _____

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

3. Nature of conveyance:

Assignment Merger
Security Agreement Change of Name
Other

Limited Partnership _____
Corporation _____
 Other: a Company incorporated in England and Wales

Execution Date: September 21, 2001

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

75/871302

Additional numbers attached? Yes No

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

6. Total number of applications and registrations involved: 1

Name: Donna M. Weinstein, Esq.

7. Total fee (37 CFR 3.41):.....\$40.00

Internal Address: Foley Hoag & Eliot LLP

Enclosed

Authorized to be charged to deposit account

Street Address: One Post Office Square

8. Deposit account number:

City: Boston State: MA ZIP: 02109

06-1446

(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.

Donna M. Weinstein, Esq.

May 16, 2002

Name of Person Signing

Signature

Date

Total number of pages comprising cover sheet: 1

06/10/2002 LHWELLER 00000069 061446 75871302

01 FC:481

40.00 CH

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Mark:	CEREBRUS
App. No.:	75/871302 ✓
App. Date:	December 15, 1999
Applicant:	Cerebrus Solutions Limited
Classes:	9 and 42

Commissioner for Trademarks
2900 Crystal Drive
Arlington, VA 22202-3513

Sir:


DESIGNATION OF DOMESTIC REPRESENTATIVE

Donna M. Weinstein, Esq., Charles E. Weinstein, Esq., Susan Barbieri Montgomery, Esq., John L. Welch, Esq., W. Hugo Lieppmann, Esq., Thomas M.S. Hemmes, Esq., T. Maria Lam, Esq., and Bruce R. Parker, Esq. members of the bar of The Commonwealth of Massachusetts, whose postal address is Foley, Hoag & Eliot LLP, One Post Office Square, Boston, Massachusetts 02109, are hereby designated Applicant's representatives upon whom notice or process in proceedings affecting this application may be served.

REVOCAION OF POWER OF ATTORNEY AND APPOINTMENT OF NEW ATTORNEY

Applicant hereby revokes all previous powers of attorney and appoints Donna M. Weinstein, Esq., Charles E. Weinstein, Esq., Susan Barbieri Montgomery, Esq., John L. Welch, Esq., W. Hugo Lieppmann, Esq., Thomas M.S. Hemmes, Esq., T. Maria Lam, Esq., and Bruce R. Parker, Esq. of Foley, Hoag & Eliot LLP, One Post Office Square, Boston, Massachusetts 02109, (617) 832-1000, Members of the Bar of The Commonwealth of Massachusetts to transact all business in the U.S. Patent and Trademark Office in connection with the above-referenced application, and to receive all correspondence from the U.S. Patent and Trademark Office in connection therewith.

Respectfully submitted,
CEREBRUS SOLUTIONS LIMITED

By: 

Name: JOHN COOPER

Title: COMPANY SECRETARY

Date: 16 MAY, 2002

ASSIGNMENT OF TRADE MARKS

THIS TRADE MARK ASSIGNMENT is made from **NORTEL NETWORKS UK LIMITED**, a company incorporated in England and Wales under registration number 3937799 whose registered office is at Maidenhead Office Park, Westacott Way, Maidenhead, Berkshire SL6 3QH, (hereinafter referred to as the "Assignor") to **CEREBRUS SOLUTIONS LIMITED**, a company incorporated in England and Wales under registration number 4264471 whose registered office is at Great Eastern House, Edinburgh Way, Harlow, Essex CM20 2NQ, (hereinafter referred to as the "Assignee").

1 Background

1.1 WHEREAS, Assignor desires to assign to Assignee all of the right, title and interest in and to the trade mark registrations and trade mark applications listed in Schedule A hereto, and in, to and under any and all trade marks which may be granted pursuant to such applications or which claim priority from such registrations and applications in any and all countries (hereinafter referred to as the "Trade Marks").

2 Operative Provisions

2.1 NOW, THEREFORE, the Assignor hereby sells, assigns and transfers to the Assignee, with full title guarantee free from Encumbrances as that term is defined in the Nortel Networks UK Limited Terms of Offer for the sale of its Fraud Solutions Business to Cerebrus Solutions Limited dated 3 September 2001 all of the right, title and interest in and to the Trade Marks and the goodwill associated with the Trade Marks, together with all rights of action resulting from any adverse use of the Trade Marks or any confusingly similar trade marks.

2.2 The assignment effected by this deed includes the right for the Assignee to sue for and recover damages and other remedies in respect of every

act of infringement of the Trade Marks and passing off in relation to the Trade Marks occurring before the date hereof.

3 Further Assurance

3.1 Notwithstanding any implied contract of title, the Assignor agrees (at the Assignee's reasonable request and cost) to execute all such further documents, forms and authorisations and shall depose or swear any declaration or oath required by the Registrar of Trade Marks in the United Kingdom or equivalent abroad and to do all other acts which may be reasonably desirable to vest the full right, title and interest in and to the Trade Marks in the Assignee.

4 Law

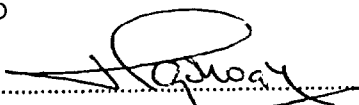
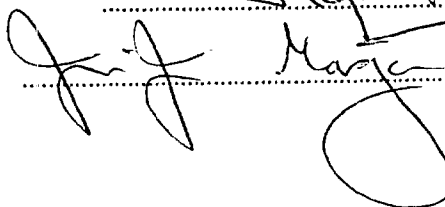
4.1 The construction, validity and performance of this Assignment shall be governed by the laws of England, and the parties hereby submit to the non-exclusive jurisdiction of the courts of England and Wales.

AS WITNESS WHEREOF, the parties hereto have signed and delivered this Assignment as a Deed on this 21 day of September 2001.

EXECUTED and delivered as a DEED by

NORTEL NETWORKS UK LIMITED

acting by

 Director
 Director/Secretary

EXECUTED and delivered as a DEED by

CEREBRUS SOLUTIONS LIMITED

acting by

..... Director
.....

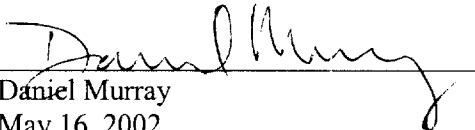
Director/Secretary

SCHEDULE A

<u>Country</u>	<u>Mark</u>	<u>Application Date</u>	<u>Application Number</u>	<u>Registration Date</u>	<u>Registration Number</u>	<u>Current Status</u>
Canada	CEREBRUS	12/15/1999	1039693			Application
Colombia	CEREBRUS	3/1/2000	0114537	9/29/2000	231117	Registration
Colombia	CEREBRUS	3/1/2000	014538	9/29/2000	231116	Registration
Colombia	CEREBRUS	3/1/2000	014540	9/29/2000	231115	Registration
Colombia	CEREBRUS	3/1/2000	014542	9/29/2000	231114	Registration
Colombia	CEREBRUS	3/1/2000	014543	9/29/2000	231113	Registration
European CTM (OHIM)	CEREBRUS	12/16/1999	001427921			Application
United States	CEREBRUS	12/15/1999	75/871302			Application
European CTM (OHIM)	SUPERSLEUT H	5/22/1997	000546358	11/17/1999	000546358	Registration

Certificate of Mailing

I hereby certify that the foregoing documents are being deposited with the United States Postal Service as First Class Mail, postage prepaid, "Post Office to Addressee," in an envelope addressed to the Commissioner of Patents and Trademarks, BOX ASSIGNMENTS, Washington, DC 20231, on the date indicated below.


Daniel Murray
May 16, 2002

BEFORE USING THIS ORDER FORM
read the important information on the
reverse side

DEPOSIT ACCOUNT ORDER FORM

MAIL TO: Commissioner of Patents and Trademarks
Washington, D.C. 20231 **Date**
May 16, 2002

Account No. 06-1446 **Order No.** 23709-4

Name and Address of Depositor:
Foley, Hoag & Eliot
One Post Office Square
Boston, MA 02109

FOR OFFICE USE ONLY

ITEM OF SERVICE	VALUE FURNISHED Action On use

DESCRIPTION OF ARTICLES OR SERVICES TO BE FURNISHED

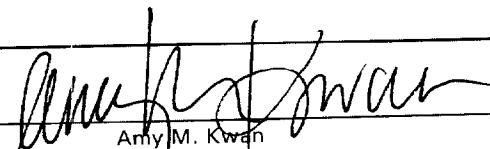
Recordal of Trademark Assignment from Nortel Networks UK Limited
to Cerebrus Solutions Limited

Mark: CEREBRUS

Serial No. 75/871302

Amount Due = \$40.00

If additional space is needed, attach separate sheet.


Amy M. Kwan

THIS FORM MAY BE REPRODUCED WITHOUT PERMISSION OF THE PATENT AND TRADEMARK OFFICE

FOR PROMPT, ACCURATE SHIPMENT PLEASE COMPLETE THE FOLLOWING MAILING LABEL -- PLEASE PRINT OR TYPEWRITE

U. S. DEPARTMENT OF COMMERCE
PATENT AND TRADEMARK OFFICE
WASHINGTON, D.C. 20231

OFFICIAL BUSINESS

RETURN AFTER FIVE DAYS

YOUR ORDER NO.
23709-4

Name Amy M. Kwan, Foley, Hoag & Eliot
Street Address One Post Office Square
City, State, Zip code Boston, MA 02109

RECORDED: 06/04/2002

**TRADEMARK
REEL: 002521 FRAME: 0562**