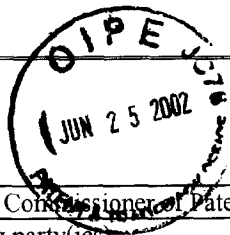


Form PTO-1595
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07-01-2002



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MARKS ONLY

DEPARTMENT OF COMMERCE
Patent and Trademark Office

RECOI

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

1. Name of conveying party(ies):
SAIRGROUP
06/25/02

Individual(s)t Association
 General Partnership Partnership
 Corporation of Switzerland
 Other

Additional name(s) of conveying party(ies) attached?
 yes no

2. Name and address of receiving party(ies)?
MINDPEARL AG
Balz Zimmermann-Strasse
8302 Kloten
Switzerland

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation of Switzerland
 Other

Additional name(s) & address(es) attached?
 yes no

Appointment(s) of Domestic Representative attached?
 yes no

3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Names
 Other

Effective Date: April 18, 2002

4. Application number(s) or registration number(s):
 If this document is being filed together with a new application, the execution date of the application is:
 A. Trademark Application No.(s) B. Trademark Registration No.(s)
 Serial No. 78/083,147

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
SUGHRUE MION, PLLC
 2100 Pennsylvania Avenue, N.W.
 Suite 800
 Washington, D.C. 20037-3213

6. Total number of applications and registration involved: **1**

7. Total Fee (37 CFR 3.41): **\$40.00**
 Enclosed. Please charge any underpayment in connection with this Assignment to Deposit Account No. 19-4880.
 Authorized to be charged to Deposit Account

8. Deposit Account No. 19-4880
 (Attach dupl. copy of this page if paying by Deposit Account)

DO NOT WRITE IN 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.

Cynthia Clum

 Name

6/25/02

 Date

TOTAL NUMBER OF PAGES COMPRISING COVER SHEET, ATTACHMENTS AND DOCUMENT:

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TRADEMARK
REEL: 002535 FRAME: 0503

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re the Matter of:

Mindpearl AG

Application No.: 78/083,147,

Filed: September 7, 2001

Mark: MINDPEARL & Design

APPOINTMENT OF DOMESTIC REPRESENTATIVE

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

Sir:

SUGHRUE MION, PLLC, whose postal address is 2100 Pennsylvania Avenue, N.W., Washington, D.C. 20037, United States of America, is hereby designated applicant's representative upon whom notice or process in proceedings affecting the mark may be served.

Please address all future correspondence regarding this application to:

Cynthia C. Weber
SUGHRUE MION, PLLC
2100 Pennsylvania Avenue, N.W.
Washington, D.C. 20037-3202
Phone (202)663-7927
Facsimile (202)293-7860

MINDPEARL AG

Date: April, 22.3.02

By: *William Patison*

Name: William Patison

Title: CEO

TRADEMARK ASSIGNMENT

THIS AGREEMENT made this 18th day of April, 2002 between

SAirGroup, a corporation duly organised under the laws of Switzerland, having domicile at Hirschengraben 84, 8001 Zurich, Switzerland (hereinafter referred to as "SAirGroup") of the one part, and

Mindpearl AG, a corporation duly organised under the laws of Switzerland, having domicile at Balz Zimmermann-Strasse, 8302 Kloten, Switzerland (hereinafter referred to as "Mindpearl") of the other part.

WHEREAS SAirGroup is the owner of pending trademark application No. 78/083.147 for MINDPEARL (fig.), filed for services in Classes 35, 39 and 42 in the US Trademarks Office on September 7, 2001;

WHEREAS Mindpearl wishes to acquire possession of the Trademarks, together with the goodwill of the business concerned in the services in respect of which the Trademark is filed;

WHEREAS SAirGroup has agreed to transfer the Trademark to Mindpearl;

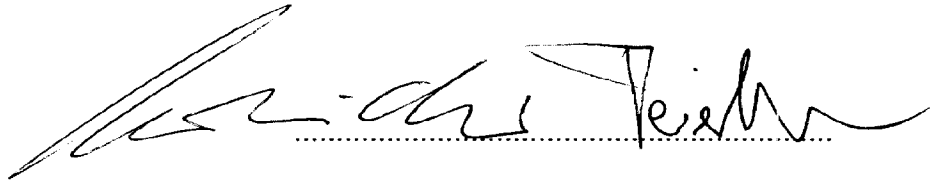
WHEREAS Mindpearl agrees to pay all costs and legal fees associated with the preparation and completion of this Agreement.

NOW THEREFORE, to all whom it may concern, be it known that, in consideration of US\$1.00 and other good and valuable consideration, SAirGroup does hereby assign, transfer and set over unto Mindpearl the Trademark with the goodwill of the business concerned in the services in respect of which the Trademark is filed in the United States.

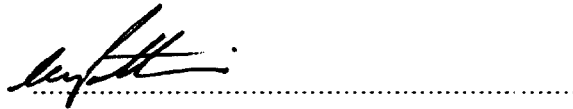
SAirGroup authorises and requests the US Patent and Trademarks Office to issue the Trademark to Mindpearl in accordance with this Agreement.

IN WITNESS WHEREOF the parties hereto have executed this Assignment as of the day and year first hereinbefore written.

For and on behalf of:
SAirGroup

A handwritten signature in black ink, appearing to read "Linda Teich", written over a horizontal dotted line.

For and on behalf of:
Mindpearl AG

A handwritten signature in black ink, appearing to read "L. H. H.", written over a horizontal dotted line.