

08-13-2002

Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

Tab settings ⇨ ⇨ ⇨ ▼



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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):

8-9-02
ARTHUR D. Little, Inc.

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State MA
☐ Other _____

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

3. Nature of conveyance:

- ☒ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☐ Other _____

Execution Date: MAY 10, 2002

2. Name and address of receiving party(ies)

Name: TIAX LLC

Internal

Address: _____

Street Address: ACORN PARK

City: CAMBRIDGE State: MA Zip: 02140

- ☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☒ Corporation-State Delaware
☐ 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

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

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 1237092,

2415737, 2415736, 2394803

Additional number(s) attached ☐ Yes ☒ No

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

Name: THOMAS F. DUNN

Internal Address: _____

MORSE, BARNES-BROWN &

PENDLETON, P.C.

Street Address: 1601 TRAPELO RD.

City: WALTHAM State: MA Zip: 02451

6. Total number of applications and

registrations involved: _____

4

7. Total fee (37 CFR 3.41).....\$ 115.-

- ☒ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

THOMAS F. DUNN

Name of Person Signing

Thomas F. Dunn

Signature

August 2, 2002

Date

Total number of pages including cover sheet, attachments, and document: 8

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

08/13/2002 AAHMED1 00000057 1237092

01 FC:481
02 FC:48240.00 OP
75.00 OPTRADEMARK
REEL: 002561 FRAME: 0246

**NOTICE OF
TRADEMARK ASSIGNMENT**

Effective Date: May 10, 2002

WHEREAS, Arthur D. Little, Inc., a corporation organized and existing under the laws of the Commonwealth of Massachusetts ("Assignor"), has adopted and used the trademarks, service marks and trade names set forth in Exhibit A annexed hereto and made a part hereof, including all applications or registrations therefor (the "Marks") and as of the Effective Date of this Notice of Trademark Assignment ("Assignment") was using and was the owner of the registrations of such Marks in the United States Patent and Trademark Office; and

WHEREAS, TIAX LLC, a limited liability company organized and existing under the laws of the State of Delaware ("Assignee"), is desirous of acquiring said Marks and the registrations thereof and all goodwill pertaining thereto, effective as of the Effective Date hereof; and

WHEREAS, the Assignor and Assignee have entered into an Asset Purchase Agreement dated as of April 5, 2002 (the "Purchase Agreement") pursuant to which, among other things, Assignee has agreed to purchase from Assignor, and Assignor has agreed to sell to Assignee, among other things, the Marks;

WHEREAS, pursuant to the Purchase Agreement, Assignor conveyed to Assignee substantially all of the assets of a going business.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, effective as of the Effective Date hereof and subject to the terms and conditions of the Purchase Agreement, the parties agree as follows:

1. Assignor hereby transfers, conveys, and assigns to Assignee, and Assignee hereby accepts from Assignor, all right, title, and interest in and to the Marks together with the goodwill associated with the Marks, including all federal and state trademark registrations thereof and applications therefor, as well as all common law rights thereto. Assignee shall have the sole the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringements or dilution of or damage or injury to said Marks or the registrations thereof or such associated goodwill.
2. Assignee, at its own cost and expense, shall record a fully executed copy of this Assignment with the United States Patent and Trademark Office or any other agency having jurisdiction over the ownership of the Marks.
3. Assignor shall make no further use of the Marks on or in connection with any goods or services, nor shall Assignor challenge Assignee's use of the Marks after the date of this Agreement.
4. No modifications of or additions to this Assignment shall have effect unless in writing and properly executed by both parties, making specific reference to this Assignment by date, parties, and subject matter. This Assignment and the rights and obligations of the parties hereunder shall be governed by and construed in accordance with the laws of the State of Delaware, without regard to its conflict of laws principles. This Assignment may be executed in counterparts.

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be executed by their respective duly authorized representatives as of the first date listed above.

ASSIGNOR:

ARTHUR D. LITTLE, INC.

By: *Frederick D. McElligott*
Name: Frederick McElligott
Title: Treasurer
May 9, 2002

ASSIGNEE:

TIAX LLC

By: _____
Name: Kenan E. Sahin
Title: Managing Member

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be executed by their respective duly authorized representatives as of the first date listed above.

ASSIGNOR:

ARTHUR D. LITTLE, INC.

By: _____
Name: Frederick McElligot
Title: Treasurer

ASSIGNEE:

TIAX LLC

By: _____
Name: Kenan E. Sahin
Title: Managing Member

COMMONWEALTH OF MASSACHUSETTS)

COUNTY OF

MIDDLESEX

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On this 9th day of May, 2002, before me personally appeared Frederick McElligot, to me personally known, who, being by me duly sworn, did say that he is the Treasurer of Arthur D. Little, Inc., a Massachusetts corporation, and that said instrument was signed and sealed on behalf of said corporation, by all necessary authority; and said Frederick McElligot acknowledged said instrument to be the free act and deed of said corporation.

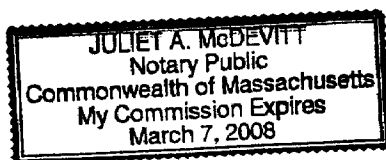
In witness whereof, I have hereunto attached my hand and notarial seal, at the County and State aforesaid on the day and year last above written.

Juliet McDevitt

Notary Public

JULIET McDEVITT.

My Commission Expires: March 7, 2008



STATE OF MA

COUNTY OF Suffolk

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On this 10th day of may, 2002, before me personally appeared Kenan E. Sahin, to me personally known, who, being by me duly sworn, did say that he is the Managing Member of TIAX LLC, a Delaware limited liability company, and that said instrument was signed and sealed on behalf of said corporation, by all necessary authority; and said Kenan E. Sahin acknowledged said instrument to be the free act and deed of said corporation.

In witness whereof, I have hereunto attached my hand and notarial seal, at the County and State aforesaid on the day and year last above written.



Notary Public

My Commission Expires: 7/9/04

TRADEMARK
REEL: 002561 FRAME: 0252