

09-19-2002



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REC T 102227479

J.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies):

PROJECT ACHIEVE, INC. 09.16.02

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, 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: NOV. 9, 2001

2. Name and address of receiving party(ies)

Name: ACHIEVEMENT TECHNOLOGIES, INC. Internal Address: TWO NEWTON PLACE, SUITE 230 Street Address: 255 WASHINGTON ST. City: NEWTON State: MA Zip: 02458

- 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)

75/511,004

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: THOMAS F. DUNN, Esq.

Internal Address: MORSE, BARNES-BROWN & PONDLETON, P.C.

Street Address: 1601 TRAPELO RD.

City: WALTHAM State: MA Zip: 02451

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40.-

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

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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.

THOMAS F. DUNN Name of Person Signing

[Signature] Signature

SEPT 10, 2002 Date

Total number of pages including cover sheet, attachments, and document: 2

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

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TRADEMARK REEL: 002584 FRAME: 0433

CONFIRMATION OF ASSIGNMENT

WHEREAS, Project Achieve, Inc., a California corporation, of 250 Fourth Street, Suite 100, San Francisco, CA 94103, ("Assignor"), has intended to use the mark ACHIEVE and has filed an application, now assigned Serial No. 75/511,004, (the "Mark"), indicating that intention, but has not yet filed an allegation of use under §§1(c) or 1(d) of the Trademark Act;

WHEREAS, applicant is assigning the mark in the above-identified application as a portion of the business to which the mark pertains as required by 15 U.S.C. §1060; and

WHEREAS, Achievement Technologies, Inc., a Delaware corporation, of Two Newton Place, Suite 230, 255 Washington Street, Newton, MA 02458, ("Assignee") the successor of the ongoing and existing portion of Assignor to which the Mark pertains, is desirous of acquiring said Mark and the pending intent-to-use application therefor;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor does hereby confirm assignment to said Assignee all right, title and interest it may now have, may ever have had or may ever have, in and to the Mark and the good will symbolized thereby.

DATE: Nov. 9, 2001

PROJECT ACHIEVE, INC.

By: Stacey M. Boyd

Name: Stacey M. Boyd

Title: President : CEO