

09-23-2002

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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

U.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):

American Institute of Certified Public Accountants

9-12-02

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other not-for-profit corporation

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

2. Name and address of receiving party(ies)

Name: CPA WebTrust LLC

Internal Address:

Street Address: 201 Plaza Three

City: Jersey City State: NJ Zip: 08311

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other limited liability company of Delaware

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other Corrected Cover Sheet

Execution Date: 08/07/2001

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

A. Trademark Application No.(s) 75/356,265 75/385,586

B. Trademark Registration No.(s) 2,468,543 2,450,255

Additional number(s) attached Yes No

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

Name: Michael K. Cantwell

Internal Address: Willkie Farr & Gallagher

Street Address: 787 Seventh Avenue

City: New York State: NY Zip: 10019-6099

6. Total number of applications and registrations involved:

4

7. Total fee (37 CFR 3.41): \$ 115.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

23-2405

DO NOT USE THIS SPACE

9. Signature.

Michael K. Cantwell Name of Person Signing

Signature

9/12/02 Date

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

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

09/20/2002 GT0N11 00000216 232405 75356265

01 FC:481 40.00 CH 02 FC:482 75.00 CH

TRADEMARK REEL: 2586 FRAME: 0907

08-22-2001



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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):

08/14/01

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other not-for-profit corporation

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: August 7, 2001

2. Name and address of receiving party(ies)

Name: CPA WebTrust LLC Internal Address:

Street Address: 201 Plaza Three City: Jersey City State: N.J. Zip: 08311

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

Other Limited Liability Company of Delaware

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

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B. Trademark Registration No.(s) 2,468,543 2,450,255

Additional number(s) attached Yes No

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

Name: Michael K. Cantwell

Internal Address: Willkie Farr & Gallagher

Street Address: 787 Seventh Avenue

City: New York State: N.Y. Zip: 10019

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41) \$ 115.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

23-2405

(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.

Michael K. Cantwell Name of Person Signing

Signature

8/14/01 Date

Total number of pages including cover sheet, attachments, and document: 5

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

08/20/2001 DBYRNE 01 FC:481 02 FC:482

00000078 232405 40.00 CH 75.00 CH

TRADEMARK REEL: 2586 FRAME: 0908

## TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT, made as of the 7<sup>th</sup> day of August, from American Institute of Certified Public Accountants, a not-for-profit corporation organized under the laws of the District of Columbia, having a place of business at 1211 Avenue of the Americas, New York, New York 10036-8775 (hereinafter referred to as "Assignor"), to CPA WebTrust LLC, a limited liability company organized under the laws of Delaware, having a place of business at 201 Plaza Three, Jersey City, New Jersey 08311 (hereinafter referred to as "Assignee").

WHEREAS, Assignor is the owner of the trademarks and the trademark registrations and applications identified on Schedule A attached hereto (hereinafter collectively, the "Trademarks"); and

WHEREAS, Assignee is desirous of acquiring the Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, transfer, convey and assign unto Assignee Assignor's entire right, title and interest in and to the Trademarks, in the United States and all appropriate jurisdictions, if any, outside the United States, together with the goodwill of the business appurtenant thereto and which is symbolized thereby, and the right to renew the trademark registrations and any trademark registrations which shall issue from the applications included in the Trademarks, to be held and enjoyed by Assignee for its own use and benefit and for the use and benefit of its successors, assigns and legal representatives, to be used as fully and entirely as said rights would have been held and enjoyed by Assignor had this assignment and sale not been made, together with all claims for damage by reason of past infringement of said Trademarks with the right to sue and collect the same for its own use or for the use of its successors, assigns or other legal representatives.

Assignor hereby authorizes the Commissioner of Patents and Trademarks of the United States and other empowered officials of the United States Patent and Trademark Office and/or the appropriate empowered officials in relevant jurisdictions outside the United States to transfer all registrations and applications for the Trademarks to Assignee as assignee of the entire right, title and interest therein or otherwise as Assignee may direct, in accordance with this instrument of assignment, and to issue to Assignee all registrations which may issue with respect to any applications for a trademark or service mark included in the Trademarks, in accordance with this Trademark Assignment.

Assignor further covenants and agrees that Assignor will at any time upon request of Assignee, and at Assignee's expense, communicate to Assignee any facts relating to the Trademarks known to Assignor, and that Assignor will testify upon the request of Assignee as to the same in any proceeding in the United States Patent and Trademark Office or in connection with any litigation involving the Trademarks.

IN WITNESS WHEREOF, Assignor has caused this Trademark Assignment to be executed by its proper officer thereunto duly authorized, as of the date first above written.

ASSIGNOR:

AMERICAN INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS

By:

*Richard I. Miller*

Name: RICHARD I. MILLER

Title: GENERAL COUNSEL & SECRETARY

STATE OF New York }

} ss:

COUNTY OF New York }

Before me, the undersigned, a Notary Public of the State of New York, personally appeared Richard Miller, having been sworn by me according to law did depose and say he was the General Counsel & Secretary of A.I.C.P.A. (the "Assignor") and did acknowledge the execution of the foregoing Trademark Assignment on behalf of said Assignor.

WITNESS my hand and notarial seal this 9<sup>th</sup> day of August, 2001.

*Carmen G. Encarnación*

CARMEN G. ENCARNACIÓN  
Notary Public, State of New York  
No. 31-4690341  
Qualified in New York County  
Commission Expires March 30, 192003

ASSIGNEE:

CPA WebTrust, LLC

By:

*Clarence A. Davis*

Name: Clarence A. Davis

Title: Chief Executive Officer

Schedule A

Trademarks and/or Service Marks and/or Registrations and/or Applications Therefor

Mark	Registration No./ Application No.	Registration Date/ Filing Date
WEBTRUST	75/356,265	September 12, 1997
WEBTRUST	2,468,543	July 10, 2001
CPA WEBTRUST	2,450,255	May 8, 2001
CPA WEBTRUST	75/385,586	November 5, 1997

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