

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

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

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):

Portfolio, Inc.

- Individual(s)
- General Partnership
- Corporation-State Minnesota
- Other \_\_\_\_\_
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other \_\_\_\_\_
- Merger
- Change of Name

Execution Date: January 30, 2003

2. Name and address of receiving party(ies):

Name: FoundationIP, LLC

Street Address:  
1600 TCF Tower  
121 South Eighth Street  
Minneapolis, MN 55402

- Individual(s)
- Corporation-State Minnesota
- Other \_\_\_\_\_
- Association
- Limited Partnership

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)

78/054,953

B. Trademark registration No.(s)

Additional numbers attached?  Yes  No

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

Name: Charles E. Steffy

Internal Address: 296.029US1  
Schwegman, Lundberg, Woessner & Kluth, P.A.  
P.O. Box 2938  
Minneapolis, MN 55402-0938

6. Total number of applications and registrations involved: 1

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

- Enclosed
- Authorized to be charged to deposit account

8. Please charge any additional fees or credit any overpayments to our  
Deposit account number: 19-0743

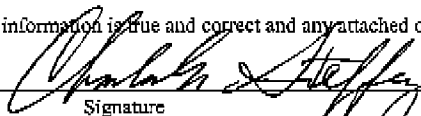
DO NOT USE THIS SPACE

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.

Charles E. Steffy/Reg. No. 25,179

Name of Person Signing



Signature

February 6, 2003

Date

Total number of pages including cover sheet: 2

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

**TRADEMARK ASSIGNMENT**

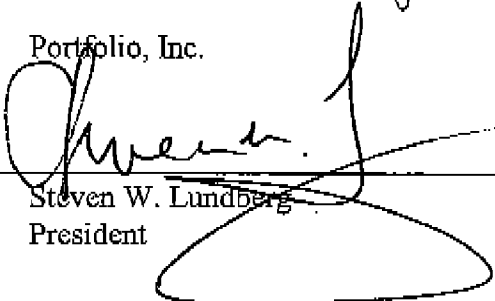
WHEREAS, Portfolio, Inc. (hereinafter "Assignor"), a Minnesota corporation, whose address is 1600 TCF Tower, 121 South Eighth Street, Minneapolis, MN 55402,, is the record owner of the following pending United States trademark/service mark application and the mark identified therein:

<u>Serial No.</u>	<u>Mark</u>	<u>Filing Date</u>
78/054,953	FOUNDATIONIP	3/26/2001

WHEREAS, FoundationIP, LLC (hereinafter "Assignee"), a Minnesota LLC, whose address is 1600 TCF Tower, 121 South Eighth Street, Suite 1600, Minneapolis, MN 55402 is desirous of acquiring all right, title and interest in and to said United States mark and United States application;

THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor has sold, assigned and transferred, and by these presents does hereby sell, assign and transfer unto Assignee, its successors or assigns, the entire right, title and interest in the United States in and to said mark and said trademark/service mark application, together with the goodwill and other incidents of its business associated with or symbolized by said mark and by said trademark/service mark application.

EXECUTED at Minneapolis, Minnesota, this 30 day of January, 2003.

Portfolio, Inc.  
 By:   
 Steven W. Lundberg  
 President

#485405.wpd