

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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):
Rely Software, Inc.

- Individual(s)
- General Partnership
- Corporation-State
- 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: 02/04/2003

2. Name and address of receiving party(ies)

Name: Odyssey Logistics & Technology Corporation

Internal

Address: _____

Street Address: 39 Old Ridgebury Road

City: Danbury State: CT Zip: 06817

- 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) 2626497

2647044 2464450

Additional number(s) attached Yes No

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

Name: Patricia S. Smart, Esq.

Internal Address: Smart & Bostancich

Street Address: 19 South LaSalle Street
Suite 1300

City: Chicago State: IL Zip: 60603

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41).....\$ 90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

19-2552

DO NOT USE THIS SPACE

9. Signature.

Patricia S. Smart

Name of Person Signing

Patricia S. Smart

Signature

02/20/2003

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

*Including duplicate of Recordation Form Cover Sheet for deposit charge account transaction

TRADEMARK ASSIGNMENT

WHEREAS, RELY SOFTWARE, INC., a corporation organized and existing under the laws of the State of Delaware and having a principal place of business at 35 West 35th Street, New York, New York 10001 ('ASSIGNOR'), owns the entire right, title and interest in and to the trademarks and trademark registrations and applications set forth in the attached Schedule A (the "Properties"); and

WHEREAS, ODYSSEY LOGISTICS & TECHNOLOGY CORPORATION, a corporation organized and existing under the laws of the State of Delaware and having a principal place of business at 39 Old Ridgebury Road, Danbury, Connecticut 06817 ('ASSIGNEE'), is desirous of acquiring the entire right, title and interest in and to the Properties;

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00), and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the ASSIGNOR hereby sells, assigns and transfers unto the ASSIGNEE, its successors and assigns, the entire right, title and interest in and to the Properties, together with the goodwill of the business symbolized by the Properties, and any trademark registration issued by any governmental agency in connection therewith, and further including: all income, royalties, and damages now and hereafter due and/or payable to ASSIGNOR, including without limitation, damages and payments for past or future infringements and misappropriations thereof, all rights to sue for past, present and future infringements or misappropriations thereof, and all rights corresponding to any of the above throughout the world;

AND THE ASSIGNOR HEREBY authorizes and requests the Commissioner of the United States Patent and Trademark Office, and any Official of any state, country or countries foreign to the United States, whose duty is to issue trademark registrations or other evidence or forms of intellectual property protection on applications as aforesaid, to issue the same to the ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

SCHEDULE A
LIST OF TRADEMARKS

<i>Mark</i>	<i>Serial No.</i>	<i>Filing Date</i>	<i>Registration No.</i>	<i>Registration Date</i>	<i>Goods / Services</i>	<i>Status</i>
Rely	76/259,476	05/21/2001	2,626,497	09/24/2002	Computer software for supply chain management, in Class 9.	Registered
Rely SOFTWARE & Design	76/259,478	05/21/2001	2,647,044	11/05/2002	Computer software for supply chain management, in Class 9.	Registered
RIGHTFREIGHT	75/741,667	06/25/1999	2,464,450	06/26/2001	Freight forwarding services over a global computer network, in Class 39.	Registered
AUTOMATED LOGISTICS DECISIONING SYSTEM	75/928,165	02/24/2000	N/A		Trade transportation services offered over a global computer network, in Class 9.	Abandoned
D2D WIZARD	75/932,561	03/01/2000	N/A		Trade transportation services offered over a global computer network, in Class 9.	Abandoned
MAKE THE MOVE	75/904,898	01/25/2000	N/A		Freight forwarding services offered over a global computer network, in Class 39.	Abandoned