

**RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY**

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

Please record the attached original  
documents or copy thereof:

1. Name of conveying party(ies):  
U.S. Intell, Inc.

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation (Illinois)  
 Other \_\_\_\_\_

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

2. Name and address of receiving party(ies):  
Marksmen, Inc.  
P.O. Box 10038  
Glendale, CA 91209

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation (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) of conveying party(ies) attached?  Yes  No

3. Nature of conveyance:

Assignment                       Merger  
 Security Agreement               Change of Name

Execution Date: 20 August, 2002

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

A. Trademark Application No.(s):  
76/385,330

B. Trademark registration No.(s):

Additional numbers attached?  Yes  No

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

Erica J. Heibel  
HOWREY SIMON ARNOLD & WHITE, LLP  
Ravenswood Avenue  
Menlo Park, CA 94025

6. Total number of applications and registrations involved:

1

7. Total fee (37 C.F.R. § 3.41):                      \$ 40.00

Enclosed  
 Authorized to be charged to deposit account  
 Charge deposit account in the event the check is  
inadvertently omitted, or the amount is insufficient

8. Deposit account number: 08-3038  
Order No. 11355.0153.00US00

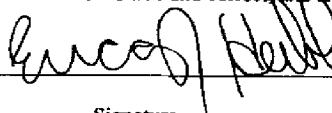
DO NOT USE THIS SPACE

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.

Erica J. Heibel

Name of Person Signing



Signature

02/21/03

Date

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**TRADEMARK**

**REEL: 002610 FRAME: 0304**

**700024740**

**EXHIBIT B****TRADEMARK ASSIGNMENT**

WHEREAS, U.S. Intell, Inc., an Illinois Corporation, with a principal place of business in Glenview, Illinois, ("Assignor"), has adopted, owns and is using the service mark U.S. INTELL ("the Mark"); and

WHEREAS, Assignor owns an application for federal registration of the Mark pending before the United States Patent and Trademark Office, Application Serial No. 76/385,330; and

WHEREAS, Marksmen, Inc., a Delaware Corporation with a principal place of business in Glendale, California ("Assignee"), desires to acquire the Mark and the above-referenced Registration;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark, and the application for registration thereof.

Date: 20 AUG 2002

ASSIGNOR

By: 

Name: Thomas J. Severin

Title: President

Company: U.S. INTELL, Inc