

12-05-2002



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

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): Annexus Storage & Cartage, L.L.C. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [x] Corporation-State (Delaware) [] Other Additional name(s) of conveying party(ies) attached? [] Yes [x] No

2. Name and address of receiving party(ies) Name: Annexus Mobile Solutions, Inc. Internal Address: Street Address: 1150 First Avenue, Suite 390 City: King of Prussia State: PA Zip: 19406 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [x] Corporation-State Delaware [] Other If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [x] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [] Yes [x] No

3. Nature of conveyance: [x] Assignment [] Merger [] Security Agreement [] Change of Name [] Other Execution Date: 11/22/2002

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 76/319,544 B. Trademark Registration No.(s) Additional number(s) attached [] Yes [x] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Gregory J. Gore, Esq. Internal Address: Street Address: 70 West Oakland Avenue Suite 316 City: Doylestown State: PA Zip: 18901

6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41) \$ 40.00 [x] Enclosed [x] Authorized to be charged to deposit account 8. Deposit account number: 071733

DO NOT USE THIS SPACE

9. Signature. Gregory J. Gore Name of Person Signing [Signature] Signature 11/25/02 Date

Total number of pages including cover sheet, attachments, and document: 3

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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: 002615 FRAME: 0474

TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment Agreement is made and entered into as of this 22nd day of NOVEMBER, 2002 between Annexus Storage & Cartage, LLC, a Delaware corporation, said corporation located and doing business at 1040 Cottonwood Drive, Collegeville, PA 19426 ("Transferor"), and Annexus Mobile Solutions, Inc., a Delaware corporation, said corporation located and doing business at 1150 First Avenue, Suite 390, King of Prussia, PA 19406 ("Transferee").

AGREEMENT

NOW THEREFORE, in consideration of the mutual promises and covenants made herein and for other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the parties hereto, intending to be legally bound, hereby agree as follows:

- (A) Transferor hereby assigns, transfers and conveys to Transferee all right, title and interest in and to U.S. Trademark Application Serial No. 76/319,544 entitled ANNEXUS STORAGE & CARTAGE (and design)SM including without limitation all common law trademark rights, together with all goodwill of the business symbolized by and associated with the Trademark.
- (B) Transferee hereby assumes all liabilities and obligations, and acknowledges existing encumbrances, if applicable, existing or arising in connection with the assignment described in Paragraph (A) hereof, except as otherwise agreed in writing by the parties.
- (C) Without limiting the foregoing provisions, Transferor agrees to take whatever

further action is deemed necessary or appropriate by Transferee to properly and completely effect the transfer to Transferee of the Trademark and to establish full custody and ownership of such Trademark by Transferee.

(D) This Trademark Assignment Agreement shall be governed by the internal laws of the State of Pennsylvania, without reference to its conflict of laws principles.

IN WITNESS WHEREOF the parties hereto, through their respective authorized officers, have executed this Trademark Assignment Agreement as of this 22ND day of NOVEMBER, 2002 and affixed their respective corporate seals hereto.


ASC
[SEAL]

Richard C. Schwenk, Jr.
Secretary, Treasurer

Attest:

By: 

Annexus Storage & Cartage, LLC

By: 
Michael B. Schaffer
Chief Executive Officer

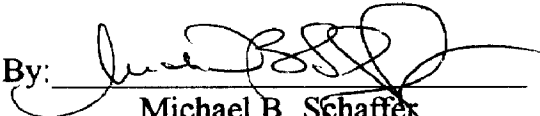
ASC
[SEAL]

Richard C. Schwenk, Jr.
Secretary, Treasurer

Attest:

By: 

Annexus Mobile Solutions, Inc.

By: 
Michael B. Schaffer
Chief Executive Officer