

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

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

WealthSense, Inc.
400 N. Michigan Avenue, Suite 10
Chicago, Illinois 60611

- Individual(s)
- General Partnership
- Association
- Limited Partnership
- Corporation-State Delaware
- Other: _____

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

2. Name and address of receiving party(ies)

Name: **NewRiver, Inc.**

Internal Address: _____

Street Address: **200 Brickstone Square**

City: **Andover** State: **MA** Zip: **01810**

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Merger
- Change of Name
- Other _____

Execution Date: **November 21, 2002**

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

A. Trademark Application No.(s)
76/118390 76/118391 76/118674 76/118389 78/124731

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: **Michael Bevilacqua, Esquire**

Internal Address: **Hale and Dorr LLP**

Street Address: **60 State Street**

City: **Boston** State: **Massachusetts** Zip: **02109**

6. Total number of applications and registrations involved: **5**

7. Total fee (37 CFR 3.41).....\$ **140.00**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

08-0219

(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 Bevilacqua, Esquire

Name of Person Signing



Signature

3/10/03

Date

Hale and Dorr LLP Attorney Reference Number: **107.734.115**

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

TRADEMARK AND DOMAIN NAME ASSIGNMENT

WealthSense, Inc., a Delaware corporation, whose principal office or place of business is at 400 N. Michigan Avenue, Suite 10, Chicago, IL, 60611 ("Assignor") or its predecessor in interest has used and (if indicated) has sought registration for the trademarks identified on Schedule A attached hereto ("Assigned Trademarks") and is the owner of the goodwill of the business connected with the use of, and symbolized by, the Assigned Trademarks.

Assignor has certain rights in the domain names identified on Schedule B attached hereto ("Domain Names") including a currently valid registration of the Domain Names with Network Solutions, Inc. ("Domain Name Registrations").

For good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns to NewRiver, Inc., a Massachusetts corporation, whose principal office or place of business is at 200 Brickstone Square, 5th Floor, Andover, MA 01810 ("Assignee"), its entire right, title and interest in and to (a) the Assigned Trademarks, including any applications and registrations therefor, (b) the Domain Names and (c) the Domain Name Registrations, including the goodwill of the business connected with the use of, and symbolized by, the Assigned Trademarks.

Assignor, further agrees, for itself, its successors and assigns, to execute such further documents and to perform such further lawful acts as may reasonably be requested by Assignee, to effectuate this assignment, including, but not limited to assignments, transfers, domain name registrations and related powers of attorney.

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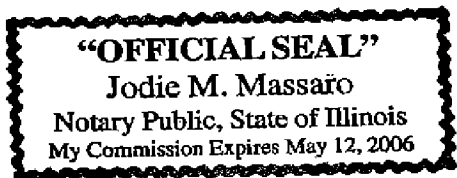
Witness my hand and seal this 21st day of November, 2002.

WEALTHSENSE, INC.

By: Alan W. Peacock
Name: ALAN W. PEACOCK
Title: President / CEO

County of Cook)
State of Illinois)

Then personally appeared the above named Alan W. Peacock and acknowledged the foregoing act to be his free act and deed, before me, this 21st day of November, 2002.



Notary Public Jodie M. Massaro
My commission expires: 5/12/06

[Signature Page to Trademark and Domain Name Assignment]

**SCHEDULE A
ASSIGNED TRADEMARKS**

Trademark Name	Owner Name	Country	Registration (Application) No.	Status
ADAPTIVE CASE ENGINEERING	Wealthsense, Inc.	US	(76/118,390)	Published
ADAPTIVE CASE ENGINEERING and Design	Wealthsense, Inc.	US	(76/118,391)	Published
ADAPTIVE CASE ENGINEERING	Rivenet.com, Inc.	EU	1,920,214	Registered
ADAPTIVE CASE ENGINEERING and Design	Rivenet.com, Inc.	EU	1,917,392	Registered
RIVENET.COM and Design	Wealthsense, Inc.	US	(76/133,566)	Abandoned
RIVENET Logo	Wealthsense, Inc.	US	(76/118,674)	Published
RIVENET	Wealthsense, Inc.	US	(76/118,389)	Published
RIVENET.COM and Logo	Rivenet.com, Inc.	EU	1,918,572	Registered
RIVENET Logo	Rivenet.com, Inc.	EU	1,918,630	Registered
RIVENET	Rivenet.com, Inc.	EU	1,921,717	Registered
WEALTHSENSE	Wealthsense, Inc.	US	(78/124,731)	Pending

**SCHEDULE B
DOMAIN NAMES**

WEALTHSENSE.COM

WEALTH-SENSE.COM

WEALTHSENSE.NET

WEALTHSENSE.ORG

RIVENET.COM

RIVENET.NET

RIVENET.ORG

RIVENET.CC