

12-09-2002

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



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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):

OPENFIRST, INC.

11-13-02

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: November 6, 2002

2. Name and address of receiving party(ies)

Name: Openfirst Holdings, LLC

Internal

Address:

Street Address: 300 N. Jefferson St.

City Milwaukee State WI Zip 53202

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

Other Delaware Limited Liability Co.

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)

See Attachment A

B. Trademark Registration No.(s)

See Attachment A

Additional number(s) attached Yes No

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

Name: Deborah Wing

Internal Address: Katten Muchin Zavis

Rosenman

Suite 1600

Street Address: 525 West Monroe Street

City Chicago State IL Zip 60661

6. Total number of applications and registrations involved:

7

7. Total fee (37 CFR 3.41): \$ 190.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

(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.

Deborah Wing

Name of Person Signing

Signature

11/12/02

Date

1

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

12/06/2002 BYRNE 00000077 2624007

01 FC:8521 02 FC:8522

40.00 OP 150.00 OP

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

ATTACHMENT A

Registrations:

<u>Mark</u>	<u>Reg. No.</u>
Powertrak	2,624,887
Powerdrive	2,628,258
Powerplan	2,624,886
Openfirst	2,624,885
Powersuite	2,624,882

Applications:

<u>Mark</u>	<u>Reg. No.</u>
Powermarketing	76/356,681
Powermail	76/356,680

TRADEMARK ASSIGNMENT

This Trademark Assignment is made this 6th day of November, 2002, by *Openfirst, Inc.*, a Delaware corporation, with a place of business at 300 N. Jefferson Street, Milwaukee, WI 53202 (“**Assignor**”), to Openfirst Holdings, LLC, a Delaware limited liability company, with a place of business at 300 N. Jefferson Street, Milwaukee, WI 53202 (“**Assignee**”).

WHEREAS, Assignor has adopted and used the trademarks (1) POWERTRAK, (2) POWERDRIVE, (3) POWERPLAN, (4) OPENFIRST, (5) POWERSUITE, (6) POWERMARKETING and (7) POWERMAIL (collectively, the “**Marks**”) in connection with various goods and services, including as identified in the respective registrations with the U.S. Patent and Trademark Office (collectively, the “**Registrations**”), namely:

<u>Mark</u>	<u>U.S. Registration No.</u>
POWERTRAK	2,624,887
POWERDRIVE	2,628,258
POWERPLAN	2,624,886
OPENFIRST	2,624,885
POWERSUITE	2,624,882

and the applications for registration filed with the U.S. Patent and Trademark Office (collectively, the “**Registration Applications**”), namely:

<u>Mark</u>	<u>Serial No.</u>
POWERMARKETING	76/356,681
POWERMAIL	76/356,680

WHEREAS, Assignee desires to acquire from Assignor, and Assignor desires to grant to Assignee, all of Assignor's right, title and interest in and to the Marks, including any and all trademark registrations and registration applications relating thereto, together with the goodwill of Assignor connected with the use of, and symbolized by, the Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged:

Assignor hereby grants, conveys, assigns and transfers to Assignee, by execution hereof, any and all of Assignor's right, title and interest in and to the Marks, together with the goodwill of Assignor symbolized by same and connected with the use thereof, the right to sue and recover for past infringements and other violations thereof and the right and interest in and to any and all proceeds therefrom, and any and all trademark registrations and registration applications relating thereto, including without limitation the Registrations and Registration Applications, as well as all rights of renewal and extension of the Registrations.

[Signature page follows.]

OPENFIRST, INC.

By: [Signature]

Name: Robert W. Kraft

Title: President

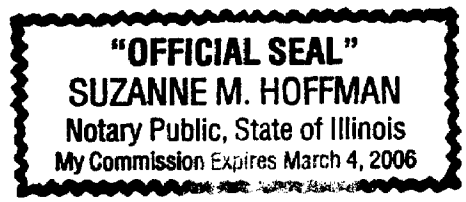
Date: Nov. 6, 2002

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

On this 6th day of November, 2002, before me appeared Robert W. Kraft, the person who signed this instrument, who acknowledged that (s)he signed it as a free act on behalf of Openfirst, Inc. with authority to do so.

[Signature]
Notary Public

60117789



[SIGNATURE PAGE TO ASSIGNMENT OF TRADEMARK]