

12-6-02

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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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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):

INSpire Insurance Solutions, Inc.

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

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

2. Name and address of receiving party(ies)

CGI Information Systems & Management Consultants, Inc.

Name: **Management Consultants, Inc.**

Street Address: **600 Federal Street**

City: **Andover** State: **Massachusetts** Zip: **01810**

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: **November 26, 2002**

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

A. Trademark Application No.(s)

76/268,904
76/356,694

B. Trademark Registration No.(s)

2,281,944 **2,348,959**
2,286,194 **2,286,195**

Additional number(s) attached Yes No

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

Name: **Michele P. Schwartz**

Internal Address: **Hughes & Luce, L.L.P.**

Suite 2800

Street Address: **1717 Main Street**

City: **Dallas** State: **Texas** Zip: **75201**

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

7. Total fee (37 CFR 3.41)..... **\$165.00**

Enclosed
 Authorized to be charged to deposit account

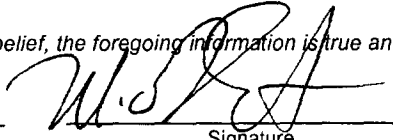
8. Deposit account number: **501343**

(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.

Michele P. Schwartz  **12/6/02**

Name of Person Signing Signature Date

12/12/2002 6TON11 00000262 501343 76268904

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

01 FC:8521 40.00 CH
 02 FC:8522 125.00 CH

I hereby certify that this correspondence is being deposited with the United States Postal Service Express Mail Post Office to Address: Unit 37 C.F.R. 1.10 and is addressed to: Assistant Commissioner for Trademarks, 2900 Crystal Dr., Arlington, Va 22202-3513 on 12/6/02

Name Michele P. Schwartz
 Exp. Mail Cert No. 21759 365 314 US

012728.00020:749354.01

TRADEMARK REEL: 002633 FRAME: 0193

TRADEMARK ASSIGNMENT

THIS ASSIGNMENT is effective as of the 30th day of November, 2002, between INSpire Insurance Solutions, Inc., a Texas corporation (the "ASSIGNOR") and CGI Information Systems & Management Consultants, Inc., a Delaware corporation (the "ASSIGNEE").

WHEREAS, ASSIGNOR has adopted, used and has not abandoned certain marks for which there are registrations issued by the United States Patent and Trademark Office or state authorities (hereinafter referred to as "Registrations") listed in Schedule A attached and incorporated in the Assignment; and

WHEREAS, ASSIGNOR has adopted and intends to use in its business other trademarks also listed on Schedule A attached to and incorporated in this Assignment that are the subject of applications for trademark registration pending with the U.S. Patent and Trademark Office, as indicated on Schedule A (hereinafter collectively referred to as the "Pending Applications"); and

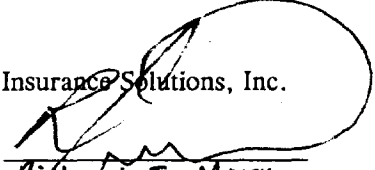
WHEREAS, ASSIGNOR is transferring to ASSIGNEE certain assets whereby ASSIGNEE is acquiring from ASSIGNOR, and thereby becoming the successor to, the portion of ASSIGNOR'S business to which the Pending Applications pertain, which business is ongoing and existing; and

WHEREAS, ASSIGNEE, is desirous of acquiring the Registrations, as well as the Pending Applications and registrations issuing therefrom, and the goodwill of the business associated therewith; and

WHEREAS, in light of the foregoing, the parties acknowledge that this Assignment is intended to effectuate an assignment to ASSIGNEE of all rights in and to the said Registrations, as well as the Pending Applications and registrations issuing therefrom, and the goodwill of the business associated therewith.

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, ASSIGNOR does hereby assign to ASSIGNEE all rights, title and interest in and to the Registrations, as well as the Pending Applications and registrations issuing therefrom, together with the goodwill of the business symbolized thereby, and ASSIGNOR agrees to execute all papers and to perform such other proper acts as ASSIGNEE may deem necessary to secure to said ASSIGNEE all rights herein assigned.

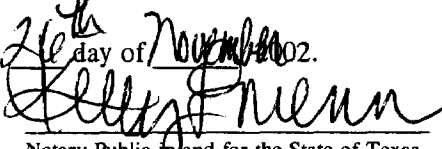
INSpire Insurance Solutions, Inc.

By: 
Name: Richard J. Marxen
Title: President CEO

STATE OF Texas §
COUNTY OF Dallas §

Richard J. Marxen, President CEO of INSpire Insurance Solutions, Inc., personally appeared before me, and being first duly sworn declared that he signed the assignment in the capacity designated, and further states that he has read the above assignment, and the statements therein contained are true.

SUBSCRIBED AND SWORN TO before me this 26th day of November, 2002.


Notary Public in and for the State of Texas
Kelly L. Menn
Printed Name

My Commission Expires: 5-24-2005



SCHEDULE A
TRADEMARKS

Registrations

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>	<u>Federal/State</u>
TRANSFLUENT	2,281,944	9/28/1999	Federal
INSPIRE INSURANCE SOLUTIONS & Design	2,286,194	10/12/1999	Federal
INSPIRE DESIGN	2,348,959	05/09/2000	Federal
INSPIRE	2,286,195	10/12/1999	Federal

Pending Applications

<u>Mark</u>	<u>Applic. Serial No.</u>	<u>Filing Date</u>	<u>Federal/State</u>	<u>Status</u>
I-O (Stylized)	76/268,904	06/08/2001	Federal	(Notice of Allowance issued 07/02/2002)
BIG BANG CONVERSION	76/356,694	01/09/2002	Federal	(Approved for publication 11/01/2002)