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12-17-02

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

102313722

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

1. Name of conveying party(ies):

EMPIRE INTERNATIONAL, LTD.

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

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

3. Nature of conveyance:

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

Execution Date: November 8, 2002

2. Name and address of receiving party(ies)

Name: SecureCar, Inc.

Internal

Address:

Street Address: 55 Walnut Street

City: Norwood State: NJ Zip: 07648

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

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

A. Trademark Application No.(s)

76/464130

76/464131

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: Vincent A. Balardi, Esq.

Internal Address: Morgenthau & Greenes, LLP

Street Address: 575 Lexington Avenue
31st Floor

City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

- 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.

DAVID SEELINGER

Name of Person Signing

Signature 12/11/02
Date

Total number of pages including cover sheet, attachments, and document: 2

12/17/2002 LMUELLER 00000215 76464130

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

01 FC:8521
02 FC:8522

40.00 OP
25.00 OP

TRADEMARK
REEL: 2635 FRAME: 0209

ASSIGNMENT

Assignment made as of the 8th day of November , 2002 from EMPIRE INTERNATIONAL, LTD., a New Jersey corporation, having principal offices at 55 Walnut Street, Norwood, New Jersey 07648 ("Assignor") to SECURECAR, INC., a New Jersey corporation, having principal offices at 55 Walnut Street, Norwood, New Jersey 07648 ("Assignee").

FOR AND IN CONSIDERATION OF the sum of Ten Dollars (\$10.00) paid by the Assignee to the Assignor, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor hereby sells, assigns, transfers and sets over unto the Assignee, and Assignee's successors and assigns, the Assignor's entire right, title and interest in and to the service marks SECURECAR™ and SECURECAR WORLDWIDE™ (collectively, the "Marks"), including without limitation, the right to procure trademark registrations thereon, the currently pending United States trademark registration applications for the Marks represented by Serial Nos. 76/464131 and 76/464130, the right to secure all renewals, reissues and extensions of any trademark registrations of the Marks in the United States and in any foreign country, the right to use and exploit the Marks and all goodwill symbolized by the Marks.

IN WITNESS WHEREOF, the Assignor has executed this Assignment as of the date first above written.

EMPIRE INTERNATIONAL, LTD.

By: 

David Seelinger, President