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To the Honorable Commissioner of Patents

original documents or copy thereof.

1. Name of conveying party(ies): 2-7-03 Systems Management Specialists, Inc.

- 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: December 20, 2002

2. Name and address of receiving party(ies) Name: ITO Acquisition Corporation

Internal Address:

Street Address: 3300 Birch Street

City: Brea State: CA Zip: 92821

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State California

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)

B. Trademark Registration No.(s)

2,357,492

Additional number(s) attached Yes No

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

Name: Riordan & McKinzie

Internal Address: Christina N. Lebedeff

Street Address: 600 Anton Boulevard

18th Floor

City: Costa Mesa State: CA Zip: 92626

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00

- 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.

Diane M. Lambillotte Name of Person Signing

Signature

January 29, 2003 Date

Total number of pages including cover sheet, attachments, and document: 6

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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

**ASSIGNMENT OF TRADEMARK**

WHEREAS, Systems Management Specialists, Inc., a Delaware corporation (hereinafter referred to as "Assignor") owns the service mark listed below which is registered in the United States Patent and Trademark Office (hereinafter referred to as the "Mark");

Mark: GEMS SMS SYSTEMS MANAGEMENT SPECIALISTS and Design

Registration No.: 2,357,492

Registration Date: June 13, 2000

WHEREAS, Assignor, desires to assign the Mark and the goodwill attendant thereto to ITO Acquisition Corporation, a California corporation, having a principal place of business at 3300 Birch Street, Brea, CA 92821 (hereinafter referred to as "Assignee"); and

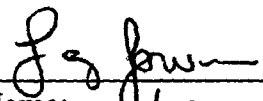
WHEREAS, Assignor and Assignee are desirous of memorializing the transfer of the Mark and the goodwill attendant thereto to Assignee.

NOW, THEREFORE, effective as of the date hereof, Assignor, for good and valuable consideration, receipt of which is hereby acknowledged, does hereby sell, assign, transfer and set over to Assignee, all right, title and interest in and to the Mark (together with the goodwill of the business connected with the use of and symbolized by the Mark) and the above-mentioned registration thereof.

Executed at Brea, California this 20<sup>th</sup> day of December, 2002.

ASSIGNOR:

**SYSTEMS MANAGEMENT SPECIALISTS,  
INC., a Delaware corporation**

By:   
Name: Larry Towers  
Title: COO