

03-10-2003

FORM PTO-1594 (Rev. 10/02)



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OMB No 0651-0027 (exp. 6/30/2005)

FINANCE SECTION RECORDS
TRADEMARKS

102384596

DEPARTMENT OF COMMERCE
Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies):

Softwise Consulting Services, Inc. 3-503

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State New York
- 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: February 18, 2003

2. Name and address of receiving party(ies)

Name: Softwise Corporation

Internal Address:

Street Address: 53 Hamilton Avenue

City: Staten Island State: NY Zip: 10301

- 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

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

A. Trademark Application No.(s) 76/346023, 76/473955, 76/473954

B. Trademark Registration No.(s) Please See Attached

Additional number(s) attached Yes No

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

Name: Nicole Page, Esq.

Internal Address: Scarsdale Revisor Parent

Street Address: 808 Seventh Avenue

45th Floor

City: New York State: NY Zip: 10106

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41) \$ 190

- 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.

Nicole Page
Name of Person Signing

Nicole Page
Signature

2/27/03
Date

Total number of pages including cover sheet, attachments, and document: 3

03/07/2003 ECUOPER 00000117 76346023

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
150.00 OP

ASSIGNMENT OF TRADEMARKS

AGREEMENT, between SoftWise Consulting Services, Inc., a New York corporation having an address at 53 Hamilton Avenue, Staten Island, New York 10301 (the "Assignor"), and SoftWise Corporation, a Delaware corporation having an address at 53 Hamilton Avenue, Staten Island, New York 10301 (the "Assignee"), dated and effective as of February 18, 2003.

WHEREAS, Assignor has adopted, has used and is using the trademarks listed below; and

WHEREAS, Assignor has the following three (3) applications pending for trademark registration in the United States Patent and Trademark Office (the "PTO") (the "Applications"):

<u>Trademark</u>	<u>Serial Number</u>	<u>Filing Date</u>
INNOVA	76/473955	11/29/02
SEQUENTIA	76/473954	11/29/02
OUT OF SIGHT	76/346023	12/7/01

WHEREAS, Assignor is the owner of the following three (3) trademarks registered on the Principal Register and one (1) trademark registered on the Supplemental Register (the "Registrations"):

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
SOFTWISE	2,570,517	5/21/02
SOFTWISE	2,570,516	5/21/02
SOFTWISE	2,477,597	8/14/01
MACROSUITE	2,330,373	3/14/00

WHEREAS, Assignor is transferring and assigning all of its right, title and interest in and to the Applications and the Registrations and all of the trademarks contained therein; and

WHEREAS, Assignee is desirous of acquiring all of the above-identified Applications, Registrations and all of the trademarks contained therein.

NOW, THEREFORE, for the sum of ten (\$10) dollars, and for other good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign to the Assignee all right, title and interest in and to the Applications, Registrations and all of the trademarks contained therein, together with the good will of the business

symbolized by the Applications, Registrations and all of the trademarks contained therein.

William L. Robertson
William L. Robertson
President
SoftWise Consulting Services, Inc.

State of New York)
County of New York)

On this 18 day of Feb., 2003, before me appeared William L. Robertson, the person who signed this instrument, who acknowledged that he signed it as a free act on his own behalf.

KIRANCHANDRA SHETH
Notary Public, State of New York
No. 01SH5013953
Qualified in Richmond County
Term Expires July 15, 03

[Signature]
Notary Public

AGREED AND ACCEPTED

William L. Robertson
William L. Robertson
President
SoftWise Corporation

State of New York)
County of New York)

On this 18 day of Feb., 2003, before me appeared William L. Robertson, the person who signed this instrument, who acknowledged that he signed it as a free act on his own behalf.

KIRANCHANDRA SHETH
Notary Public, State of New York
No. 01SH5013953
Qualified in Richmond County
Term Expires July 15, 03

[Signature]
Notary Public