

03-10-2003



102384630

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

2.20.03

2003 FEB 2 11 45 AM
FINANCE

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies):

Submission Type

New

Resubmission (Non-Recordation)
Document ID #

Correction of PTO Error
Reel # Frame #

Corrective Document
Reel # Frame #

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger

Change of Name

Other

Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving

Mark if additional names of receiving parties

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

03/07/2003 DBYRNE 00000164 76282857

01 FC:8521 40.00 DP

02 FC:8522 75.00 DP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practices. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Jeffrey P. Thennisch

Jeffrey P. Thennisch

2/19/03

Name of Person Signing

Signature

Date Signed

**ASSIGNMENT OF TRADEMARK &
SERVICE MARK APPLICATIONS**

THIS ASSIGNMENT is made as of the 19th day of February, 2003 confirming the assignment and transfer of certain trademark and service mark rights on August 14, 2003, by and between Clear!Blue, Inc., a Michigan corporation, having a place of business located at 135 N. Old Woodward Avenue in Birmingham, Michigan 48009 (hereinafter "Assignor") and Clear!Blue Holdings, LLC, a Michigan limited liability company, doing business at 135 N. Old Woodward Avenue in Birmingham, Michigan 48009 (hereinafter "Assignee") with reference to the following facts:

A. Assignor, by virtue of a certain oral Agreement on or about August 14, 2002, has previously transferred and assigned to Assignee certain trademark and service mark rights and applications before the U.S. Patent & Trademark Office more fully described on Exhibit A, attached hereto (the "Marks");

B. Assignor wishes to memorialize the assignment of the Marks, together with the good will associated with the Marks, to Assignee and Assignee wishes to accept and record such assignment nunc pro tunc.

THEREFORE, the parties agree as follows:

1. Assignment. In consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby sells, assigns, and transfers to Assignee, its successors and assigns, all of the Assignor's right, title and interest in and to the Marks, the goodwill of the business associated with the Marks, together with the right to bring any demands or actions arising by reason of any past unauthorized use of the Marks by third parties.

INTENDING TO BE LEGALLY BOUND, the parties hereto have duly executed this Agreement as of the day and year first above written.

Clear!Blue, Inc. ("Assignor")

By: JPSt

Its: PR25.02-r

Clear!Blue Holdings, LLC ("Assignee")

By: JPSt

Its: PR25.02-r

STATE OF MICHIGAN)
)ss.
COUNTY OF OAKLAND)

Acknowledged before me in Birmingham, Michigan, on February, 2003, by
Todd P. Smith, the President of Clear!Blue Holdings,
LLC, a Michigan limited liability company.

Jeffrey P. Thennisch
Notary Public
Oakland County, Michigan
My commission expires: 9/12/05

JEFFREY P. THENNISCH
Notary Public, Genesee County, MI
Acting in Oakland Co., MI
My Commission Expires **09/12/2005**

EXHIBIT A

1. Pending U.S. Application Serial No. 76/282,838 for CLEAR!BLUE filed July 11, 2001.
2. Pending U.S. Application Serial No. 76/282,857 for CLEARBLUE filed July 11, 2001.
3. Pending U.S. Application Serial No. 76/282,836 for CLEAR THINKING. COOL IDEAS filed July 11, 2001.
4. Pending U.S. Application Serial No. 76/282,836 for MISCELLANEOUS DESIGN filed July 11, 2001.