

03-10-2003



Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

RE

102385609

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

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

1. Name of conveying party(ies): Trax Software & Consulting Company, Inc. 3503
Individual(s) Association
General Partnership Limited Partnership
[X] Corporation-State Arizona
Other

2. Name and address of receiving party(ies)
Name: Larry Miller
Internal Address:
Street Address: 13860 N. Northsight Blvd.
City: Scottsdale State: AZ Zip: 85260
[X] Individual(s) citizenship USA
Association
General Partnership
Limited Partnership
Corporation-State
Other

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

3. Nature of conveyance:
[X] Assignment Merger
Security Agreement Change of Name
Other

Execution Date: October 12, 2002

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)
76/137,337 ; 75/898,120

B. Trademark Registration No.(s)
2,602,380 ; 1,723,401

Additional number(s) attached [ ] Yes [X] No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Steven M. Weinberg
Internal Address: Greenberg Traurig Suite 700

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41).....\$ 160.00
[ ] Enclosed
[X] Authorized to be charged to deposit account

Street Address: 2375 E. Camelback Rd.
City: Phoenix State: AZ Zip: 85016

8. Deposit account number: 150184

DO NOT USE THIS SPACE

9. Signature.
Steven M. Weinberg
Name of Person Signing

Signature
Date: 2/28/03

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

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

03/10/2003 ECDPER 00000009 150184 76137337

01 FC:0521 40.00 CH
02 FC:0522 75.00 CH

TRADEMARK REEL: 002686 FRAME: 0925

# ASSIGNMENT OF INTELLECTUAL PROPERTY RIGHTS

ASSIGNMENT effective as of October 02 2002 by and between Trax Software & Consulting Company, Inc. with offices in Scottsdale Arizona ("Assignor") and Larry Miller, an individual residing in Scottsdale Arizona ("Assignee").

WHEREAS, Assignor is the owner of trademarks, copyrighted works, trade secrets and other proprietary information, data, systems, methods, inventions, and other intellectual property (collectively, the "Intellectual Property", and

WHEREAS, Assignee, which is the partial owner of some of the Intellectual Property, is desirous of owning all of the Intellectual Property, and Assignor is desirous of assigning all of its right, title and interest in the Intellectual Property to Assignee.

NOW, THEREFORE, for good and valuable consideration receipt of which is acknowledged, Assignor hereby irrevocably assigns to Assignee all of the Intellectual Property, including the trademarks identified on Schedule "A" hereto and the goodwill associated therewith, and all rights to bring and prosecute actions for any prior and future infringements of the Intellectual Property.

TRAX SOFTWARE & CONSULTING, INC.

By \_\_\_\_\_  
Name:

*Larry Q. Miller*

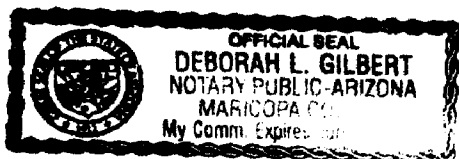
Title: PRESIDENT

Date: 10/2/02

Sworn to before me this 12<sup>th</sup> day of  
October 2002

*Deborah L. Gilbert*

Notary Public



Schedule A

	<b>Serial Number</b>	<b>Reg. Number</b>	<b>Word Mark</b>
1		<u>2602380</u>	<u>TRAXSMART</u>
2	<u>76137337</u>		<u>TRAXSMART</u>
3	<u>75898120</u>		<u>SMARTSTORE</u>
4		<u>1,723,401</u>	<u>SHRINK TRAX</u>