

03-31-2003



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

3-26-03

RECORDATION TRADE

102404844

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):

ESALESTAX.COM, INC.

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

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

3. Nature of conveyance:

- Assignment Merger
Security Agreement Change of Name
Other

Execution Date: 08/13/2002

2. Name and address of receiving party(ies)

Name: CCH INCORPORATED

Internal Address: 2700 Lake Cook Road

Street Address:
City: Riverwoods State: IL Zip: 60077

- 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

OFFICE OF PATENT RECORDS
FINANCE SECTION
2003 MAR 26 PM 2:22

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

A. Trademark Application No.(s) 76/235,385

B. Trademark Registration No.(s) 2,465,333

Additional number(s) attached Yes No

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

Name: Teresa A. Lee, Esq.

Internal Address: Pryor Cashman Sherman & Flynn LLP

Street Address: 410 Park Avenue 10th Floor

City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved:

8

7. Total fee (37 CFR 3.41): \$ 215.00

- Enclosed
Authorized to be charged to deposit account

8. Deposit account number:

500-932

DO NOT USE THIS SPACE

9. Signature.

Teresa A. Lee, Esq.

Name of Person Signing

Signature

3-25-2003

Date

Total number of pages including cover sheet, attachments, and document: 5

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

TRADEMARK REEL: 002702 FRAME: 0049

**Recordation Form Cover Sheet
Continuation of Item 4**

Additional Trademarks Assigned
to
CCH Incorporated
from
Esalestax.com, Inc.

A) Trademark Application Numbers:

- (1) 75/955,004
- (2) 75/955,005
- (3) 75/955,008
- (4) 75/955,009
- (5) 75/955,679

B) Trademark Registration Number:

- (1) 2,427,704

ASSIGNMENT OF TRADEMARKS

This Assignment of Trademarks (the "Assignment"), dated as of August 13, 2002 by esalestax.com, Inc., a Colorado corporation ("EST"), to CCH Incorporated, a Delaware corporation ("CCH").

WITNESSETH:

WHEREAS, EST and CCH, have entered into an Asset Purchase Agreement (the "Asset Purchase Agreement"), dated as of July 30, 2002 pursuant to which, among other things, EST has agreed to sell and assign the Acquired Assets to CCH;

WHEREAS, in furtherance of, and subject to, the terms of the Asset Purchase Agreement, EST desires to assign and transfer to CCH those trademarks, service marks, and federal and state registrations thereof set forth on Schedule A hereto (the "Marks");

WHEREAS, CCH desires to acquire the entire right, title, and interest in and to the Marks, including the right to recover for damages and profits for past infringement thereof; and

WHEREAS, except as otherwise provided herein, all capitalized terms contained and not defined herein (including the recitals hereto) shall have herein the respective meanings ascribed to them in the Asset Purchase Agreement.

NOW, THEREFORE, in consideration of the premises and the agreements herein contained:

Assignment. EST hereby contributes, grants, conveys, assigns, transfers and delivers, without recourse, to CCH all of EST's right, title and interest in and to the Marks, including the right to recover for damages and profits for past infringement thereof, together with that part of the goodwill of the Business connected with and symbolized by the Marks. EST agrees to execute and deliver, at the request of CCH, all papers, instruments, and assignments, and to perform any other reasonable acts CCH may require in order to vest all of EST's right, title and interest in and to the Marks in CCH and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by CCH, to the extent such evidence is in the possession or control of EST.

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

ESALESTAX.COM, INC.

Attest:
By: Ronald E. Knox
Name: Ronald E. Knox
Title: Chief Operating Officer

By: Mike Blandin
Name: Mike Blandin
Title: CEO

SCHEDULE A

MARKS

<u>Type</u>	<u>Name/description</u>	<u>App. or Reg. No</u>	<u>Comments</u>
Trademark & Service Mark applications	CERTITAX	Serial No. 75/955004	International Class 9 International Class 42
Trademark & Service Mark applications	CERTICALC	75/955008	International Class 36
Trademark & Service Mark applications	CERTISHIP	Serial No. 75/955009	International Class 36
Trademark & Service Mark applications	CERTIFILE	Serial No. 75/955005	International Class 36
Trademark & Service Mark applications	ZERO BURDEN SYSTEM	Serial No. 75/955679	International Class 9 International Class 42
Trademark & Service Mark applications	CERTIAUDIT	Serial No. 76/235385	International Class 9 International Class 35
Registered Service Marks	e-salestax.com and Design in International Class	U.S. Service Mark Registration No. 2,465,333	International Class 36
Registered Service Marks	esalestax.com	Supplemental Register for Registration No. 2,427,704	International Class 36