

04-03-2003

Form PTO-1594

(Rev. 10/02)

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

Tab settings

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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):

Railcar Management I, Inc., formerly known as Railcar Management, Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State Georgia **4-103**
- Other

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

2. Name and address of receiving party(ies)

Name: Railcar Management, LLC

Internal

Address: Suite 303

Street Address: 1819 Peachtree Road, N.E.

City: Atlanta State: GA Zip: 30309

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State

Other limited liability company (GA)

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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other

Execution Date: 01/01/2003

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

A. Trademark Application No.(s)

78148460

78147852

B. Trademark Registration No.(s)

2568721

2515204

2560723

2489244

Additional number(s) attached Yes No

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

Name: William M. Ellard

Internal Address: Suite 2110

Street Address: 229 Peachtree Street, N.E.

City: Atlanta State: GA Zip: 30303

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41).....\$ 165

- 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.

William M. Ellard
Name of Person Signing

William M. Ellard
Signature

3/25/03
Date

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

04/02/2003 **BBYRNE** 00000123 78148460

01 FC:8521
02 FC:8522

40.00 OP
125.00 OP

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

TRADEMARK
REEL: 002705 FRAME: 0301

Assignment of Service Marks

Railcar Management I, Inc., a Georgia corporation formerly known as Railcar Management, Inc., having a business address of 1819 Peachtree Road, N.E., Suite 303, Atlanta, Georgia 30309 ("Assignor"), (i) in the case of each service mark identified in Table 1 below, has adopted, used, and is using the mark in interstate commerce and has obtained a registration of the mark on the principal or supplemental register of the United States Patent and Trademark Office, which registration is identified in Table 1 below, and (ii) in the case of each service mark identified in Table 2 below, has intended to use the mark in interstate commerce and, based on its bona fide intent to use the mark in commerce, has filed an application with the United States Patent and Trademark Office, which application is identified in Table 2 below. In the case of each mark identified in Table 2, Assignor has not yet filed an allegation of use of the mark pursuant to Section 1(c) or 1(d) of the Trademark Act.

Table 1 (Registered Marks)

Mark	Register	Registration Number	Registration Date
E-RAILTRACE	Supplemental	2568721	May 7, 2002
E-REPAIR	Supplemental	2560723	April 9, 2002
RAILCONNECT	Principal	2515204	December 4, 2001
RAILCONNECT.COM	Principal	2489244	September 11, 2001

Table 2 (Marks for which Assignor has a pending ITU application)

Mark	Application Serial Number	Application Date
RAILCAR BLUE BOOK	78148460	July 29, 2002
CAR HIRE MARKETPLACE	78147852	July 26, 2002

Railcar Management, LLC, a Georgia limited liability company having a business address of 1819 Peachtree Road, N.E., Suite 303, Atlanta, Georgia 30309 ("Assignee"), is acquiring the business or portion thereof to which each mark pertains.

Now, therefore, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, (i) in the case of each mark identified in Table 1, Assignor hereby assigns to Assignee all right, title, and interest that Assignor may have in and to the mark for the United States of America and throughout the world (including the above-identified registration of the mark), together with the good will of the business connected with the use of and symbolized by the mark, and (ii) in the case of each mark identified in Table 2, Assignor hereby assigns to Assignee all right, title, and interest that Assignor may have in and to the mark for the United States of America and throughout the world, as part of the business or portion thereof to which the mark pertains as required by 15 U.S.C. § 1060, and the above-identified application for registration of the mark.

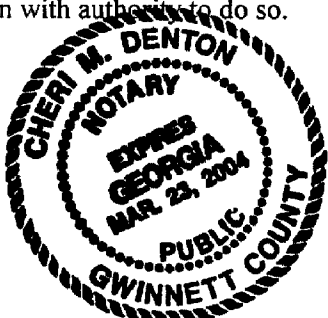
Executed effective as of January 1, 2003.

ASSIGNOR:
 RAILCAR MANAGEMENT I, INC.
 (formerly known as Railcar Management, Inc.)

By: *James A. Day*
 Name/Title: JAMES A. Day VP & CFO

STATE OF GEORGIA, COUNTY OF FULTON

On this 20th day of March, 2003, before me, a notary public, appeared James A. Day, the person who signed this instrument, who acknowledged that he signed this instrument as a free act on behalf of the identified corporation with authority to do so.



Cheri M. Denton

Notary Public
 My commission expires: 2/23/2004
 [NOTARIAL SEAL]