

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
US Digital Corporation / US Digital, LLC Corporation Connecticut		09/29/2003	CORPORATION:

RECEIVING PARTY DATA

Name:	HQ Holdings, LLC
Street Address:	39555 Orchard Hill Place Suite 155
City:	Novi
State/Country:	MICHIGAN
Postal Code:	48375
Entity Type:	COMPANY:

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Serial Number:	74661923	HOME WEB
Registration Number:	2065613	HOME WEB

CORRESPONDENCE DATA

Fax Number: (248)848-5104
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 248-848-5000
 Email: jmichalowski@raymond-lawfirm.com
 Correspondent Name: Raymond, Enwright & Ulrich, P.C.
 Address Line 1: 35055 West Twelve Mile Rd. Suite 114
 Address Line 4: Farmington Hills, MICHIGAN 48331

NAME OF SUBMITTER:	Raymond, Enwright & Ulrich, P.C.
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Total Attachments: 4
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OP \$65.00 74661923

ASSIGNMENT OF TRADEMARK AND SERVICE MARK

THIS ASSIGNMENT is made as of the 26th day of September, 2003 confirming the assignment and transfer of certain trademark and service mark rights by and among U.S. Digital Corporation and U.S. Digital, LLC Corporation Connecticut (hereinafter "Assignors") and HQ Holdings, LLC, a Michigan limited liability company (hereinafter "Assignee") with reference to the following facts:

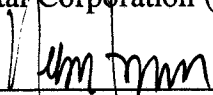
A. Assignor wishes to memorialize the assignment of the "Home Web" trademark and service mark identified by number 2065613 (the "Mark"), together with the good will associated with the Marks, to Assignee and Assignee wishes to accept and record such assignment.

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, Assignors hereby sell, assign and transfer to Assignee, its successors and assigns, all of the Assignors' right, title and interest in and to the Mark, "Home Web" trademark and service mark with the registration number 2065613 ("Mark"), the goodwill of the business associated with the Mark, together with the right to bring any demands or actions arising by reason of any past unauthorized use of the Mark by third parties.

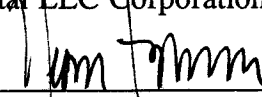
INTENDING TO BE LEGALLY BOUND, the parties hereto have duly executed this Agreement as of the day and year first above written.

U.S. Digital Corporation ("Assignor")

By: 

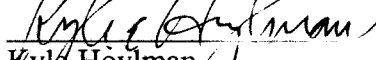
Nelson Hansen
Its: President

U.S. Digital LLC Corporation Connecticut ("Assignor")

By: 

Nelson Hansen
Its: President

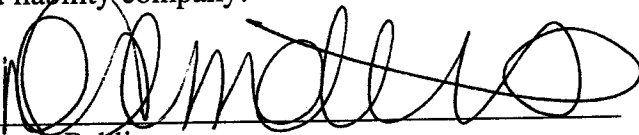
HQ Holdings, LLC ("Assignee")

By: 

Kyle Hoylman
Its: Manager & CEO

STATE OF MICHIGAN)
)ss.
COUNTY OF Oakland)

Acknowledged before me in Oakland, Michigan, on Sept. 29, 2003,
by Nelson Hansen, the President of U.S. Digital and Kyle Hoylman, the Manager & CEO of
HQ Holdings, LLC, a Michigan limited liability company.



Notary Public

County, Michigan
My commission expires: _____

Denise Flinders
Notary Public Macomb Cty MI
My Commission Exp. 1/7/2006
Acting in Oakland

The United States of America



CERTIFICATE OF REGISTRATION PRINCIPAL REGISTER

The Mark shown in this certificate has been registered in the United States Patent and Trademark Office to the named registrant.

The records of the United States Patent and Trademark Office show that an application for registration of the Mark shown in this Certificate was filed in the Office, that the application was examined and determined to be in compliance with the requirements of the law and with the regulations prescribed by the Commissioner of Patents and Trademarks, and that the Applicant is entitled to registration of the Mark under the Trademark Act of 1946, as Amended.

A copy of the Mark and pertinent data from the application are a part of this certificate.

This registration shall remain in force for TEN (10) years, unless terminated earlier as provided by law, and subject to compliance with the provisions of Section 8 of the Trademark Act of 1946, as Amended.



Bruce Lehman

Commissioner of Patents and Trademarks

Int. Cl.: 36

Prior U.S. Cls.: 100, 101, and 102

Reg. No. 2,065,613

United States Patent and Trademark Office

Registered May 27, 1997

**SERVICE MARK
PRINCIPAL REGISTER**

HOME WEB

**U.S. DIGITAL, LLC (CONNECTICUT CORPORATION)
120 EAST FIRST STREET
17TH FLOOR
FLINT, MI 485021921**

FOR: ONLINE REAL ESTATE AND RE-LOCATION INFORMATION SERVICES, IN CLASS 36 (U.S. CLS. 100, 101 AND 102).

FIRST USE 2-27-1995; IN COMMERCE 2-27-1995.

NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "HOME", APART FROM THE MARK AS SHOWN.

SN 74-661,923, FILED 4-17-1995.

ADAM STRIEGEL, EXAMINING ATTORNEY