

RECORDATION OF
TRADEMARK

06-12-2003



To the Director of the United States Patent and Trademark Office

copies or copy thereof.

102471343

1. Name of conveying party (ies):

6-10-03

ThinkNet, Inc.

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation-State: Delaware
- Other Canadian corporation

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

2. Name and address of receiving party(ies):

Name: Ontario Acquisition Corp.

Internal Address: _____

Street Address: 12365 Riata Trace Parkway, Building B

City: Austin State: Texas ZIP: 78727

- Individual(s) citizenship: _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- Other _____

If assignment 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) and addresses attached? Yes No

3. Nature of conveyance:

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

Execution Date: April 2, 2003

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

AUDITMASTER 2,196,949

Additional numbers attached? Yes No

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

Name: Aaron Hendelman

Internal Address: _____

Wilson Sonsini Goodrich & Rosati

Professional Corporation

Street Address: 650 Page Mill Road

City: Palo Alto State: California ZIP: 94304

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$40.00

Enclosed

Authorized to be charged to deposit account

If fee is insufficient, please charge

8. Deposit account number:

23-2415 Attn.: 24407-000

(Attach duplicate copy of this page if paying by deposit account.)

FINANCE SECTION
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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.

Aaron Hendelman

Name of Person Signing

Signature

6/4/03

Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:
Director of the United States Patent and Trademark Office, Box Assignments
Washington, D.C. 20231

ASSIGNMENT OF SERVICE MARK/TRADEMARK

WHEREAS, ThinkNet Inc., a corporation organized under the laws of Canada ("Seller") is the owner of the following mark (collectively the "Mark"):

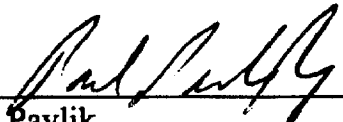
<u>Trademark/Service mark</u>	<u>Serial Number</u>	<u>Registration Number</u>
AUDITMASTER	75/149,005	2,196,949

WHEREAS, Ontario Acquisition Corp. ("Buyer"), a corporation organized under the laws of the State of Delaware, is desirous of acquiring said Mark and any applications and registrations related thereto;

NOW, THEREFORE, for and in consideration of good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Seller hereby assigns, sells and transfers unto Buyer all right, title and interest in all countries worldwide in and to said Mark and any worldwide applications and registrations related thereto, including all common law trademark or trade name rights in said mark, together with the goodwill of the business symbolized by said Mark.

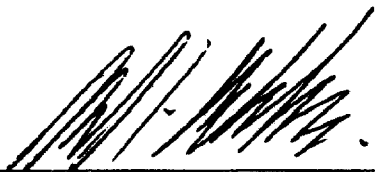
IN WITNESS WHEREOF, Seller has caused this document to be duly and legally executed on this **2nd** day of April, 2003.

THINKNET INC.:

By 
Paul Pavlik,
President

City of Toronto)
Province of Ontario)
Canada)

Before me personally appeared Paul Pavlik, the aforementioned officer of ThinkNet Inc., and acknowledged the foregoing instrument to be the free act and deed of the said ThinkNet Inc. this **2nd** day of April, 2003.



Notary Public