

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 |
| Trax Retail Solutions, Inc. | Trax Software and Consulting, Inc. | 01/30/2004 | CORPORATION: ARIZONA |

| | |
|----------------------|----------------------------|
| RECEIVING PARTY DATA | |
| Name: | Trax IP, LLC |
| Street Address: | 7077 E. Marilyn Rd. |
| Internal Address: | Building One |
| City: | Scottsdale |
| State/Country: | ARIZONA |
| Postal Code: | 85254 |
| Entity Type: | LTD LIAB JT ST CO: ARIZONA |

| | | |
|---------------------------|----------|-----------|
| PROPERTY NUMBERS Total: 1 | | |
| Property Type | Number | Word Mark |
| Serial Number: | 76506249 | DM2 |

| | |
|--|---------------------------|
| CORRESPONDENCE DATA | |
| Fax Number: | (480)948-0770 |
| <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | |
| Phone: | 4809480001 |
| Email: | jallen@trax-usa.com |
| Correspondent Name: | Janet Allen |
| Address Line 1: | 7077 E. Marilyn Road |
| Address Line 2: | Building One |
| Address Line 4: | Scottsdale, ARIZONA 85254 |

| | |
|--------------------|-------------|
| NAME OF SUBMITTER: | Janet Allen |
|--------------------|-------------|

Total Attachments: 1
 source=76506249 Assignment#page1.tif

OP \$40.00 76506249

Assignment of Trademark

This agreement entered on of January 30, 2002 between Trax Retail Solutions, of 7077 E. Marilyn Ave., Building One, Scottsdale AZ 85254 U.S.A., herein referred to as "Assignor", and Trax IP, LLC of 7077 E. Marilyn Ave., Building One, Scottsdale, AZ 85254 U.S.A., herein referred to as "Assignee".

That Assignor has adopted and is using a mark registered in the United States Patent Office, Serial No. 76506249, dated 4/14/2003 and Assignee is desirous of acquiring such mark and the registration thereof.

That for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee all rights, title and interest in and to said mark, the goodwill of the business symbolized by said mark, along with the registration thereof, the number of which is contained herein.



Dated: Jan 30, 2004

Trax Retail Solutions

[Acknowledgement]