

8-18-03



To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Craig Gross
 AUG 18 AM 9:26
 FINANCE SECTION

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

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

2. Name and address of receiving party(ies):
 Name: ZippMark, Inc.
 Internal Address: 103 Springer Building
 Street Address: 3411 Silverside Road
 City: Wilmington State: DE ZIP: 19810

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State of 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) and address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: July 23, 2003

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 B. Trademark Registration No.(s) 2,598,111

Additional Numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: David L. Principe
Hodgson Russ LLP
 Internal Address: Intellectual Property Law Section
 Street Address: One M&T Plaza, Suite 2000
 City: Buffalo State: NY ZIP: 14203-2391

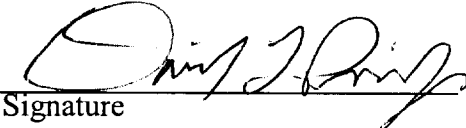
6. Total number of applications and registrations involved: 1/1

7. Total fee (37 CFR 3.41)..... \$40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
08-2442
 (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.

David L. Principe
 Name of Person Signing  Signature August 14, 2003 Date

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

08/19/2003 6TON11 00000102 2598111

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40.00 DP

Mail documents to be recorded with required cover sheet information to:
 Mail Stop Assignment Recordation Services, Director of the U.S. Patent and Trademark Office
 P.O. Box 1450, Alexandria, VA 22313-1450

843046

TRADEMARK ASSIGNMENT

WHEREAS, Craig Gross, (the "Assignor"), an individual residing at 3256 Mountain Pass Dr., Corona, CA 92882 has adopted, used, and is using the design of a flame trademark shown on the attached Exhibit "A" (the "Trademark"), which was registered in the United States Patent and Trademark Office on July 23, 2002, under Registration No. 2,598,111;

WHEREAS, the Assignor represents and warrants that he is the sole owner of the Trademark and of Registration No. 2,598,111, free and clear of any and all liens, charges, claims or encumbrances of any kind;

WHEREAS, ZippMark, Inc. (the "Assignee"), a Delaware corporation with its principal place of business at 103 Springer Building, 3411 Silverside Road, Wilmington, Delaware 19810, desires to acquire the entire right, title and interest in and to the Trademark and said Registration thereof No. 2,598,111;

NOW, THEREFORE, for valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor hereby assigns to Assignee free and clear of any and all liens, charges, claims or encumbrances of any kind, the entire right, title and interest in and to the Trademark, throughout the world, and in and to said Registration thereof No. 2,598,111, together with the goodwill of the business symbolized by the Trademark.

IN WITNESS WHEREOF, Assignor has executed this Trademark Assignment as of July 23, 2003.

CRAIG GROSS, an individual

By: 
Name: Craig Gross

STATE OF California)

SS:
COUNTY OF Riverside

On this rd 23 day of July in the year 2003, before me, the subscriber, personally came Craig Gross and to me known to be the person described in and who executed the within instrument, and he acknowledged that he executed the same.

Valerie N. Tripp
Notary Public

[Seal]

