

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies):
Parseus 2000, LLC

- Individual(s)
- General Partnership
- Corporation-State
- Other Delaware limited liability company
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: 02/25/2004

2. Name and address of receiving party(ies)

Name: Biometric Access Company
Internal
Address: _____

Street Address: 2555 N. Interstate Hwy 35

City: Round Rock State: TX Zip: 78664

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

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

A. Trademark Application No.(s) 75286686; 75665214; 78080983

B. Trademark Registration No.(s) 2178168

Additional number(s) attached Yes No

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

Name: Pamela B. Huff

Internal Address: Cox & Smith Incorporated

Street Address: 112 East Pecan Street
Suite 1800

City: San Antonio State: TX Zip: 78205

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41).....\$ 115.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

03/3483

DO NOT USE THIS SPACE

9. Signature.

Kristi F. Nickel
Name of Person Signing


Signature

3/3/04
Date

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

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

CH \$115.00 033483 75286686

ASSIGNMENT

WHEREAS, Perseus 2000, L.L.C., a Delaware limited liability company ("ASSIGNOR"), having its principal place of business at 2099 Pennsylvania Avenue, N.W., Suite 900, Washington, D.C. 20006, has itself, or through its predecessor-in-interest, has adopted, used, and has been using the trademarks listed on Exhibit "A" (the "Marks"); and

WHEREAS, Biometric Access Company, a Delaware corporation ("ASSIGNEE"), having its principal place of business at 2555 North Interstate Highway 35, Suite 200, Round Rock, Texas 78664, desires to acquire all right, title and interest in and to said Marks, any and all registrations and applications for registration thereof, and the goodwill of the business symbolized by the Marks;

NOW, THEREFORE, for Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR does hereby assign, transfer and convey to ASSIGNEE all of its right, title, and interest in and to the Marks, all registrations and applications for registration thereof, all rights derived from or associated with use of the Marks by ASSIGNOR together with the goodwill of the business symbolized by said Marks, and the right to recover for past infringement of said Marks. ASSIGNOR represents and warrants that it has not previously assigned, licensed, or conveyed any interest in the Marks or the other rights referenced herein, and ASSIGNOR agrees to execute any further lawful documents needed to give full force and effect to this instrument.

Executed to be effective as of the 19th day of February, 2004.

**PERSEUS 2000, L.L.C.,
a Delaware limited liability company**

By: 
William B. Ford,
Managing Director

DISTRICT/STATE OF Virginia
CITY/COUNTY OF Stafford

003 207 006

Before me, a notary public in and for the state and county aforesaid, on this day personally appeared William B. Ford, known to me to be the person whose name is subscribed to the foregoing instrument, who acknowledged to me that he executed the same as Managing Director of Perseus 2000, L.L.C. for the purposes and consideration therein expressed.

Given under my hand and seal of office this 25th day of February, 2004.

Allyson Rhodes

Printed Name: Allyson Rhodes

My Commission Expires: September 14, 2005

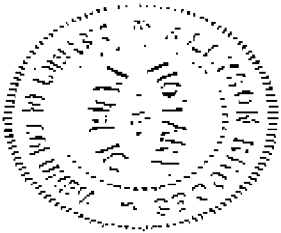


EXHIBIT A
Federal Trademarks

Registration

Mark	Reg. No.	Issued
SECURETOUCH & DESIGN	2,178,168	August 4, 1998

Pending Applications

Mark	App. No.	Filing Date
BAC BIOMETRIC ACCESS CORPORATION & DESIGN	75/286,686	May 5, 1997
BIOMETRIC INTERNET ACCESS	75/665,214	March 22, 1999
SECURETOUCH-N-PAY	78/080,983	August 24, 2001

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FAX TRANSMITTAL

To:	Company:	Voice Number:	Fax Number
Assignment Division	U.S. Patent and Trademark Office	703-308-9723	703-306-5995

From: Patricia J. Giuliano

Date: March 3, 2004

Direct Phone: **210-554-5473**

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COX & SMITH
INCORPORATED

ATTORNEYS • COUNSELORS

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March 3, 2004

Via Facsimile

Mail Stop Assignment Recordation Services
Commissioner for Patents and Trademarks
P. O. Box 1450
Alexandria, VA 22313-1450

Re: United States Patents and Trademark Office

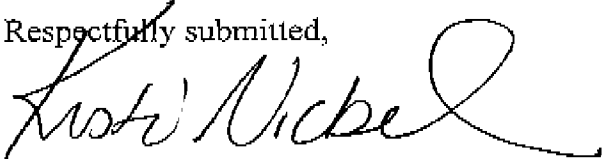
Dear Sir or Madam:

Enclosed for filing are the following documents:

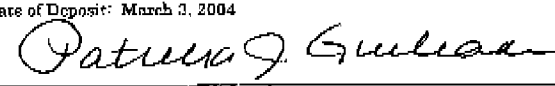
1. Recordation Form Cover Sheet (1 sheet); and
2. Assignment transferring three trademark applications and one trademark registration (3 sheets).

The Commissioner is hereby authorized to charge all fees and any deficiency in fees or credit any overpayment to Deposit Account No. 03-3483.

Respectfully submitted,



Kristi F. Nickel

<p>Certificate of Facsimile</p> <p>I hereby certify that this paper and/or fee and all documents indicated as being attached are being transmitted to the Assignment Recordation Services Division of the United States Patent and Trademark Office at fax telephone number 1-703-306-5995.</p> <p>Date of Deposit: March 3, 2004</p>  <p>Patricia J. Giuliano</p>

pjg/enclosures
cc: Pamela B. Huff [Firm] (w/o encl.)
Shelley Morkovsky [Firm] (w/encl.)