

RECORDATION FORM COVER SHEET

TRADEMARKS ONLY

To the Commissioner of Trademarks

TRADEMARKS ONLY

BOX ASSIGNMENTS

Please record the attached original document or copy thereof.

1. Name of conveying Party(ies): G.H. WOOD + WYANT INC.
 2. Name and Address of Receiving Party(ies): WOOD WYANT INC.
 772, rue Sherbrooke Ouest, Suite 100
 Montreal, Quebec, Canada H3A 1G1

Entity: Individual(s)
 Association
 General Partnership
 Limited Partnership
 Corporation of Canada
 Other

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 Association
 General Partnership
 Limited Partnership
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Additional Name(s) of Conveying Party(ies) attached? Yes No
 If assignee is not domiciled in the United States, a domestic Representative designation is attached: Yes No

3. Nature of Conveyance: Designations must be a separate document from Assignment
 Assignment Additional Name(s) & Address(es) attached Yes No
 Change of Name
 Security Agreement
 Merger
 Other
 Date of Execution : March 18, 1997

4. Application number(s) or registration number(s) Additional sheet attached?
 U. S. Reg. No. 2,149,048 Yes No

Additional numbers attached? () Yes (X) No

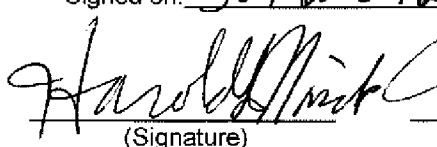
5. Name and Address of Party to whom correspondence concerning document
 Name: Harold L. Novick, Esq.
 Internal Address: NATH & ASSOCIATES PLLC
 Street Address: 1030 Fifteenth Street, N.W.
 Sixth Floor
 City: Washington
 State: D.C. Zip: 20005-1503

6. Number of applications and registrations involved: 1
 7. Total fee (37 CFR 3.41) \$ 40.00
 Enclosed
 Authorized to be charged to Deposit Account (charge any required fee or credit overpayment)
 8. Deposit Account No. 14-0112
 (Attach duplicate copy of this form 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.

Signed on: 30 March 2004 (date)


 Harold L. Novick, Esq.
 (Signature) (Name of Person Signing)

TOTAL NUMBER OF PAGES COMPRISING COVER SHEET: 1

CH \$40.00 140112 2149048

UNITED STATES OF AMERICA**ASSIGNMENT**

WHEREAS, **G.H. WOOD+WYANT INC.**, a corporation organized under the laws of Canada (hereinafter called the ASSIGNOR) has adopted and used the trademark PLAN ASSIST registered in the United States Patent and Trademark Office bearing registration number 2,149,048 dated April 7, 1998;

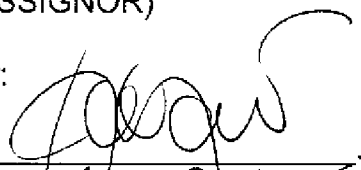
AND WHEREAS, **WOOD WYANT INC.**, a corporation organized under the laws of Canada, having a place of business at 772, rue Sherbrooke Ouest, Suite 100, Montreal, Quebec, Canada, H3A 1G1 (hereinafter called the ASSIGNEE) is desirous of acquiring the right, title and interest in and to the said trademark and the registration thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the said ASSIGNOR by these presents does sell, assign and transfer unto the said ASSIGNEE, its successors and assigns, all right, title and interest in and to the said trademark and the registration of the trademark, and the goodwill of the business symbolized by the said trademark.

IN WITNESS THEREOF, both the ASSIGNOR and the ASSIGNEE have caused this instrument to be executed in their names and on their behalf by the officers duly authorized thereunto, effective as of the 18TH day of MARCH, 1997.

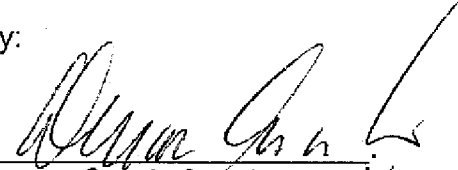
G.H. WOOD+WYANT INC.
(ASSIGNOR)

By:


Name: JAMES A. WYANT
Title: PRESIDENT

WOOD WYANT INC.
(ASSIGNEE)

By:


Name: DONALD MAC MARTIN
Title: PRESIDENT & CEO