9-23-03

09-23-2003

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

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

Tab settings ⇒ ⇒ ⇒ ♦ ♦

102556615

♦ ♦

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

1. Name of conveying party(ies): 9_23_03

Actrade Financial Technologies Ltd.
(f/k/a Actrade International, Ltd.))

☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation–State Delaware
☐ Other

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

2. Name and address of receiving party(ies)

Name: The CIT Group/Commercial Services, Inc.
Internal Address:
Street Address: 1211 Avenue of the Americas
City: New York State: NY Zip: 10036
☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☒ Corporation – State New York
☐ 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

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

Execution Date: September 11, 2003

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

A. Trademark Application No.(s)
See Attached

B. Trademark Registration No.(s)

Additional number(s) attached? ☒ Yes ☐ No

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

Name: Elizabeth J. Moody, Esq.
Internal Address:
Paul, Weiss, Rifkind, Wharton & Garrison LLP

Street Address:
1285 Avenue of the Americas
City: New York State: NY Zip: 10019-6064

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41) $ 165.00
☒ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number:

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

09/23/2003 DBYRNE 00000030 2328956

DO NOT USE THIS SPACE

01 FC:521 Statement and signature. 40.00 OP
02 FC:522 125.00 OP

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.

Elizabeth J. Moody
Name of Person Signing

Elizabeth J. Moody
Signature

9/17/03
Date

Total number of pages including cover sheet, attachments, and documents: 9

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

Doc #:NY6:572022.1

TRADEMARKS AND SERVICE MARKS

Mark	Application No.	Filing Date	Goods and Services	Registration No.	Registration Date
ACTRADE and Miscellaneous Design	75/638,689	February 11, 1999	Financial services, namely, financing and business accounts receivable	2,328,956	March 14, 2000
E-TAD	75/719,637	June 2, 1999	Financial services, namely, financing and electronic payment, namely, electronic processing and transmission of bill payment data and check processing of business accounts utilizing the global information network.	2,348,582	May 9, 2000
E-TAD DIRECT	76/303,565	August 23,2001	Financial services, namely, loan financing and electronic bill payment services		
E-TAD ONLINE	76/303,564	August 23, 2001	Financial services, namely, loan financing and electronic bill payment services		

TRADEMARK
REEL: 002828 FRAME: 0162

E-TAD EXCHANGE	76/303,563	August 23, 2001	Financial services, namely, loan financing and electronic bill payment services		
E-TAD L/C	76/303,562	August 23, 2001	Financial services, namely, loan financing and electronic bill payment services		

TRADEMARK ASSIGNMENT

TRADEMARK ASSIGNMENT dated as of September 11, 2003, made by Actrade Financial Technologies Ltd. (f/k/a Actrade International, Ltd.), a Delaware corporation ("Assignor"), in favor of The CIT Group/Commercial Services, Inc., a New York corporation ("Assignee").

WHEREAS Assignor is the owner of the trademark registrations and applications listed on Schedule 1 attached hereto for the goods and/or services identified therein (the "Marks").

WHEREAS Assignee desires to acquire the Marks and any and all goodwill associated with the Marks;

WHEREAS, pursuant to the Asset Purchase Agreement, dated as of September 11, 2003, between Assignor and Assignee, Assignor agreed to assign all right, title and interest in and to the Marks and any and all goodwill associated with the Marks to Assignee;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, transfers, assigns, and otherwise conveys to Assignee, all of Assignor's right, title, and interest in and to the following:

1. each of the Marks;

2. the goodwill of the business symbolized by and associated with the Marks;

3. that portion of Assignor's business in connection with which it has a bona fide intent to use those Marks that were filed on an intent-to-use basis and for which an Amendment to Allege Use or a Statement of Use has not yet been filed and accepted by the relevant Trademark Office or other governing authority; and

4. all rights to proceeds of the foregoing, including, without limitation, any claim by Assignor against third parties for past, present, or future infringement of the Marks.

Assignor has caused this Trademark Assignment to be duly executed and authorized as of the date hereof.

ACTRADE FINANCIAL TECHNOLOGIES LTD.

By: _____
Name: Richard McCormick
Title: chief Executive officer

THE CIT GROUP/COMMERCIAL SERVICES, INC.

By: Lisa Ciampi
Name: Lisa Ciampi
Title: Vice President

SCHEDULE 1

TRADEMARKS AND SERVICE MARKS

Mark	Application No.	Filing Date	Goods and Services	Registration No.	Registration Date
ACTRADE and Miscellaneous Design	75/638,689	February 11, 1999	Financial services, namely, financing and business accounts receivable	2,328,956	March 14, 2000
E-TAD	75/719,637	June 2, 1999	Financial services, namely, financing and electronic payment, namely, electronic processing and transmission of bill payment data and check processing of business accounts utilizing the global information network.	2,348,582	May 9, 2000
E-TAD DIRECT	76/303,565	August 23,2001	Financial services, namely, loan financing and electronic bill payment services		
E-TAD ONLINE	76/303,564	August 23, 2001	Financial services, namely, loan financing and electronic bill payment services		
E-TAD EXCHANGE	76/303,563	August 23, 2001	Financial services, namely, loan		

TRADEMARK
REEL: 002828 FRAME: 0166

			financing and electronic bill payment services		
E-TAD L/C	76/303,562	August 23, 2001	Financial services, namely, loan financing and electronic bill payment services		

TRADEMARK
REEL: 002828 FRAME: 0167

STATE OF)
) ss:
COUNTY OF)

DAVID HARRIS
Notary Public, State of New York
No. 01HA6018826
Qualified in Nassau County
Commission Expires Jan. 19, 2007

On this 11 day of September, 2003, before me personally came Richard McCormick, to me known to be the person who signed the foregoing instrument and who being duly sworn by me did depose and state that [he, she] is the Chief Executive Officer of Actrade Financial Technologies Ltd.; [he,she] signed the instrument in the name of Actrade Financial Technologies Ltd.; and [he, she] had the authority to sign the instrument on behalf of Actrade Financial Technologies Ltd.

Notary Public

Doc #:NY6:567582.1

STATE OF)
) ss:
COUNTY OF)

DAVID HARRIS
Notary Public, State of New York
No. 01HA6018826
Qualified in Nassau County
Commission Expires Jan. 19, 2007

On this 11 day of September, 2003, before me personally came Lisa Ciampi, to me known to be the person who signed the foregoing instrument and who being duly sworn by me did depose and state that [he, she] is the Vice President of The CIT Group/Commercial Services, Inc.; [he, she] signed the instrument in the name of The CIT Group/Commercial Services, Inc.; and [he, she] had the authority to sign the instrument on behalf of The CIT Group/Commercial Services, Inc.

David Harris
Notary Public

Please call me at (212) 373-3421 if you have any questions regarding the enclosed.

Very truly yours,

Elizabeth J. Moody

Enclosures

NY6:573415.1