

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
-------------------------	----------------

<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
------------------------------	--

<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Avantos Performance Systems, Inc.		09/21/1998	CORPORATION: CALIFORNIA

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Performance Solutions Technology, LLC
<b>Composed Of:</b>	COMPOSED OF Rodney Brim, USA Bill Thurwachter, USA Marvin E. Nielsen, USA Greg Vilkin, USA Gary Bridges, USA
<b>Street Address:</b>	119 Seventh St.
<b>Internal Address:</b>	Apt #1
<b>City:</b>	Seal Beach
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	90740
<b>Entity Type:</b>	Limited Liability Company: CALIFORNIA

<b>PROPERTY NUMBERS Total: 1</b>		
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>
Serial Number:	74286582	MANAGEPRO

<b>CORRESPONDENCE DATA</b>	
<b>Fax Number:</b>	(800)645-6618
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
<b>Phone:</b>	562-799-1267
<b>Email:</b>	rb@managepro.com
<b>Correspondent Name:</b>	Rodney Brim
<b>Address Line 1:</b>	350 First Street
<b>Address Line 4:</b>	Seal Beach, CALIFORNIA 90740

<b>NAME OF SUBMITTER:</b>	Rodney Brim
---------------------------	-------------

**Total Attachments: 5**  
 source=AvantosAssignment B1 002#page1.tif  
 source=AvantosAssignment B2 001#page1.tif

OP \$40.00 74286582

source=AvantosAssignment B3 001#page1.tif

source=AvantosAssignment B4 001#page1.tif

source=AvantosAssignment B5 001#page1.tif

## ASSIGNMENT OF TRADEMARK

WHEREAS, Avantos Performance Systems, Inc., a California corporation ("Assignor"), of P.O. Box 5500, Alamo, California, 94507, has adopted, used and is using certain trademarks and service marks, including certain marks that are registered in the United States Patent and Trademark Office and in the official records pertaining to registration of marks in certain other countries outside the United States (collectively, the "Marks"), as set forth on Exhibit A attached hereto and incorporated by reference herein;


WHEREAS, Performance Solutions Technology, LLC, a California limited liability company ("Assignee"), of 1198 Pacific Coast Highway, Suite D515, Seal Beach, California, 90470, is desirous of acquiring said Marks;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby grant and assign to Assignee all right, title and interest in and to said Marks (including the registrations thereof), together with that part of the goodwill of Assignor's business symbolized by and connected with the use of the Marks.

The United States Commissioner of Patents and Trademark, and such officials in other jurisdictions under whose laws certain of the Marks are registered, are hereby requested to issue the certificate of registration to said Assignee.

IN WITNESS WHEREOF, the undersigned has agreed and executed this assignment on this 21<sup>st</sup> day of September, 1998.

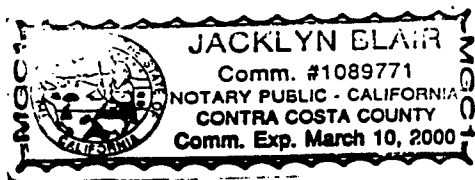
AVANTOS PERFORMANCE SYSTEMS, INC.

By:   
Richard Couch, President

STATE OF CALIFORNIA )  
County of Contra Costa ) ss.

On this 21st day of September, 1998, before me, the undersigned, a Notary Public in and for said State, duly commissioned and sworn, personally appeared RICHARD COUCH, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the persons acted, executed the instrument.

WITNESS my hand and official seal.



Jacklyn Blair  
NOTARY PUBLIC in and for the State of California

**EXHIBIT "A" TO ASSIGNMENT OF TRADEMARK  
BY AVANTOS PERFORMANCE SYSTEMS, INC.**

<b><u>Trademarks</u></b>	<b><u>Country</u></b>	<b><u>Registration No.</u></b>
ManagePro	Australia	A588259
ManagePro	Benelus	561721
ManagePro	Canada	451,905
ManagePro	Federal Republic of Germany	92445978
ManagePro	Hong Kong	6197/96
ManagePro	Japan (class 9 & 41)	3,188,660
ManagePro	Mexico	443596
ManagePro	New Zealand	241720
ManagePro	South Africa	94/10618
ManagePro	Taiwan	693160
ManagePro	United Kingdom	1518887
ManagePro	United States of America	1,819,365