


Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings $\Rightarrow \Rightarrow \Rightarrow$	<b>RECORDATION FORM COVER SHEET</b> <b>TRADEMARKS ONLY</b>	U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.		
1. Name of conveying party(ies): Heartsoft, Inc.  <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____  Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies) Name: <u>Selective Factors, L.L.C.</u> Internal Address: _____ Street Address: <u>8086 South Yale, No. 23</u> City: <u>Tulsa</u> State: <u>OK</u> Zip: _____  <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation-State _____ <input checked="" type="checkbox"/> Other <u>Limited Liability Company</u> <small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment)</small> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other <u>Public non-judicial foreclosure</u> Execution Date: <u>April 26, 2002</u>	4. Application number(s) or registration number(s): A. Trademark Application No.(s) <u>76/119251,</u> <u>76/119,253, 76/119697, 76/119699</u> B. Trademark Registration No.(s) <u>2480008, 2651167,</u> <u>2565110, 2630118</u> Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>George S. Gray</u> Internal Address: _____ _____ _____ Street Address: <u>P. O. Box 270190</u> _____ City: <u>Corpus Christi</u> State: <u>TX</u> Zip: <u>78427-0190</u>	6. Total number of applications and registrations involved: ..... <span style="border: 1px solid black; padding: 2px;">4</span>  7. Total fee (37 CFR 3.41).....\$ <u>100.00</u> <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account  8. Deposit account number: _____	
<b>DO NOT USE THIS SPACE</b>		
9. Signature.  <div style="display: flex; justify-content: space-between;"> <div style="width: 30%;"> <u>George S. Gray</u>            Name of Person Signing         </div> <div style="width: 30%; text-align: center;">             Signature         </div> <div style="width: 30%; text-align: right;"> <u>4/22/04</u>            Date         </div> </div> <div style="text-align: right; margin-top: 5px;">         Total number of pages including cover sheet, attachments, and document: <span style="border: 1px solid black; padding: 2px;">  </span> </div>		

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AFFIDAVIT OF PAMELA H. GOLDBERG

STATE OF OKLAHOMA            )  
  )SS.  
COUNTY OF TULSA            )

Pamela H. Goldberg, of lawful age, being first duly sworn, upon oath, states as follows:

1. I am counsel for Selective Factors, L.L.C. ("Selective") and have personal knowledge of promissory notes and other related security documents (the "Heartsoft Loan Documents"), that it holds from Heartsoft, Inc, a Delaware corporation, Heartsoft Software Company, an Oklahoma corporation, and Plug-Invention Technologies, Inc., an Oklahoma corporation (sometimes collectively, "Heartsoft").

2. On or about April 12, 2002, Selective gave notice to Heartsoft that Heartsoft, Inc. was in default of the Heartsoft Loan Documents, and that Selective intended to immediately exercise all of its rights and remedies under the Heartsoft Loan Documents and applicable law.

3. On or about April 16, 2002, Selective sent notice of its intention to sell the assets securing the Heartsoft, Inc. debt to all parties required by law to receive such notice, including a list of the assets to be sold and the date, time, and place of such sale.

4. Selective placed advertisements in the Tulsa World from April 16 through April 26 and the Wall Street Journal on April 22 and April 24, notifying the public of the sale.

5. On Friday, April 26, 2002, at approximately 10:00 a.m., I conducted, on behalf of Selective, a public sale of all assets of Heartsoft that were collateral for the debt owed to Selective.

6. Once those in attendance at the public sale signed the attendance register, I provided all an opportunity to review the asset list and the terms and procedures concerning the

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public sale. I then asked those in attendance whether they had any questions regarding the assets or the procedures for the sale. No questions or concerns were raised by those in attendance.

7. At approximately 10:15 a.m. I began the public sale by asking for an opening bid.

8. C. Philip Tholen, on behalf of and in capacity as Managing Member of Selective Factors, L.L.C., bid Five Hundred Thousand and No/100 Dollars (\$500,000.00) for all the assets as a credit bid on the debt owed to Selective.

9. I then asked for additional bids. After receiving no further bids, I announced that bidding would close unless another bid was made.

10. No other bids were received. Therefore, I announced that Selective was the high bidder and that the assets were sold to Selective for the purchase price of Five Hundred Thousand and No/Dollars (\$500,000.00) as a credit bid on the debt owed to Selective.

11. I then announced that the public sale was completed and provided copies of the attendance register for those who requested a copy.

Further, Affiant saith not.

Pamela H. Goldberg  
PAMELA H. GOLDBERG

Subscribed and sworn to before me this 30th day of April, 2002.

Marianne Lewis  
Notary Public

My Commission Expires:

9/9/05 241  
Marianne Lewis 2003

(Seal)

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