

Form PTO-1594

RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE

(Rev. 03/01)

TRADEMARKS ONLY

Patent and Trademark Office

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

1. Name of conveying party(ies):

THE WACKENHUT CORPORATION

Individual(s) Association
General Partnership Limited Partnership
X Corporation-State Florida
Other

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

3. Nature of conveyance:

X Assignment Merger
Security Agreement Change of Name
Other

Execution Date: January 15, 1999

2. Name and address of receiving party(ies):

Name: BHI FINANCE S.A.
Address: c/o Loyen & Volkmaars
67, rue Ermesinde
L-1469 Luxembourg, Luxembourg

Individual(s) citizenship
Association
General Partnership
Limited Partnership
X Corporation-State Luxembourg
Other

If assignee is not domiciled in the United States, a domestic representative designation is attached:
X Yes No
(Designations must be a separate document from Assignment)
Additional name(s) & addresses attached?
Yes X No

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

A. Trademark Application No.(s)
75/453,872

B. Trademark Registration No.(s).

Additional Numbers attached? Yes X No

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

Name: Patrick Boisson

Internal Address: Fross Zelnick Lehrman & Zissu, P.C.

Street Address: 866 United Nations Plaza

City: New York State: NY Zip: 10017

Tel: (212) 813-5900 Fax: (212) 813-5901

6. Total number of applications and registration involved:.....1

7. Total fee (37 CFR 3.41) \$ 40.00

Enclosed
X Authorized to be charged to deposit account

8. Deposit account number:

23-0825 - Docket No. CARL-9913232

(Attach duplicate copy of this page 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.

Mark D. Engelmann
Name of Person Signing

Signature

5/6/04
Date

Total number of pages comprising cover sheet:

CH \$40.00 230825 75453872

TRADEMARK

REEL: 002848 FRAME: 0443

TRADEMARK ASSIGNMENT AGREEMENT

This Agreement is made as of the 15th day of January, 1999.

BETWEEN:

THE WACKENHUT CORPORATION, a Florida corporation, with a place of business at 4200 Wackenhut Drive, Suite 100, Palm Beach Garden, Florida 33410-4243 (hereinafter "Wackenhut")

AND:

BHI FINANCE S.A., a Luxembourg corporation, with a place of business at Loyen & Volkmaars, 67, Rue Ermesinde, L-1469, Luxembourg (hereinafter "BHI")

WHEREAS, Wackenhut is the owner of rights in the mark and name **ONESOURCE**, alone and in combination with other terms (hereinafter the "Mark"), including without limitation the registration applications set forth on Schedule A hereto, all common law rights, and the goodwill associated with and appurtenant to the Mark;

WHEREAS, BHI is desirous of acquiring the Mark from Wackenhut;

WHEREAS, in consideration of good and valuable consideration, receipt of which is hereby acknowledged, the parties agree as follows:

1. Wackenhut hereby assigns and transfers unto BHI all of its right, title and interest in and to the Mark, including without limitation the registration applications set forth on Schedule A hereto, all common law rights, and the goodwill associated with and appurtenant to the Mark, as well as the right to sue and recover damages and profits for past infringements of the Mark.
2. Wackenhut undertakes, upon the request of BHI, to sign all lawful papers, execute all applications and other relevant documents, prepare and execute all assignments, make all rightful oaths, and generally do everything reasonably necessary and proper to aid BHI, its successors, assigns and nominees, to acquire from Wackenhut and confirm title to the Mark.
3. Wackenhut makes no warranties or representations regarding the enforceability of any of its rights, title or interest in and to the Mark, or as to the likelihood of the applications set forth in Schedule A being granted registration.


IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed by their duly authorized officers and have affixed their respective corporate seals hereto as of the day and year first written.

Sworn to before me this)
14th day of January, 1999)

Jacqueline R. Stankard)

JACQUELINE R. STANKARD
NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXP. OCTOBER 22, 2000
NO. CC688399

THE WACKENHUT CORPORATION

By: 
Name: F.E. FINIZIA
Title: ASST. SECRETARY & CORPORATE COUNSEL

Sworn to before me this)
_____ day of _____, 1999)

_____)

BHI FINANCE S.A.

By: 
Name:
Title:

SCHEDULE A

Mark	Serial Number	Filing date
ONESOURCE	75/453,872	March 20, 1998
ONESOURCE SERVICES CORPORATION and Design (B&W)	75/453,873	March 20, 1998
ONESOURCE SERVICES CORPORATION and Design (Color)	75/453,874	March 20, 1998

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