

Form PTO-1594
(Rev. 03/01)

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
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):
CARLISLE FINANCE S.A.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Luxembourg
 Other _____
Additional name(s) of conveying party(ies) attached Yes No

2. Name and address of receiving party(ies):
Name: CARLISLE FINANCE ISLANDI EHF
Address: Hamraborg 12
200 Kopavogur, Iceland
 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other Iceland limited liability company
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) & addresses attached?
 Yes No

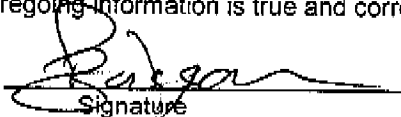
3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other To correct nature of conveyance at Reel/Frame 2848/0439 to indicate an Assignment instead of change of name
Execution Date: March 26, 2002

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 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
 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.
Patrick Boisson
Name of Person Signing  5/20/2004
Signature Date
Total number of pages comprising cover sheet: _____

CH \$40.00 230825 75453872

OPR/ASSIGNMENTS 5/13/04 10:33 PAGE 4/4 RightFAX
MAY 06 2004 3:18 PM FR FROSS ZELNICK 212 813 5901 TO 917033065995 P.01

05/06/2004

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(Rev. 03/01)

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1. Name of conveying party(ies):
 CARLISLE FINANCE S.A.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Florida
 Other _____
 Additional name(s) of conveying party(ies) attached Yes No

2. Name and address of receiving party(ies):
 Name: CARLISLE FINANCE ISLANDI EHF
 Address: Hamraborg 12
200 Kopavogur, Iceland
 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other Iceland limited liability company
 If assignee is not domiciled in the United States, a domestic representative designation is attached:
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 (Designations must be a separate document from Assignment)
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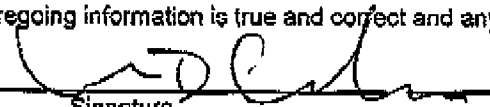
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Mark D. Engelmann  5/6/04
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet:

OMB No. 0651-0027 (exp. 5/31/2002)

FZLZ File No.: CARL USA TA-99/13232 MDE

ASSIGNMENT

WHEREAS, Carlisle Finance S.A., a corporation organized and existing under the laws of Luxembourg located at 17 Boulevard Prince Henri, L-1724, Luxembourg ("Assignor"), is the owner of the listed trademarks in the attached schedule (hereinafter, the "Trademarks"); and **WHEREAS**, Carlisle Finance Islandi ehf, a limited liability company organized and existing under the laws of Iceland located at Hamraborg 12, 200 Kopavogur, Iceland ("Assignee"), is desirous of acquiring the Trademarks as part of the acquisition of the ongoing and related business of the Assignor. **NOW, THEREFORE**, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the identified applications and/or registrations therefor, and with all claims arising out of or relating to the use or ownership of the Trademarks.



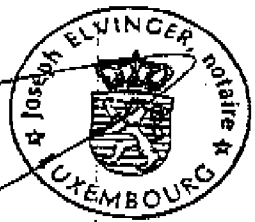
before me at my office, signed the above statement. Sigr. Elsa Eiríksdóttir. Notary Public of Iceland.

CARLISLE FINANCE S.A.
By: [Signature]
Name: Dennis Bosic
Title: Director
Date of Signature: March 26, 2002

CARLISLE FINANCE ISLANDI EHF
By: [Signature]
Name: Bjarnfredur Guðsson
Title: DIRECTOR
Date of Signature: 05.06.02

I the Notary Public of Kopavogur, Iceland, here by confirm that on the 5th June in the year 2002 Bjarnfredur Guðsson, domiciled in Kopavogur, appeared identified himself by presenting his passport, and The Notary Public

Vu pour légalisation de la signature de D. Bosic
Luxembourg, le 04.06.02



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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RECORDED: 05/20/2004

TRADEMARK
REEL: 002858 FRAME: 0146
** TOTAL PAGE(S) **