

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Customer No. 23910

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

1. Name of conveying party:

Roberts, Stephens, Van Amburg, Packaging, Inc.

- Individual(s)
- Limited Partnership
- Corporation - State of California
- General Partnership
- Other _____

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

2. Name and address of receiving party:

Name: RSVP Operations LLC

Address: 300 Orchard City Drive, Suite 126
Campbell, CA 95008

- Individual(s)/Citizenship _____
- General Partnership
- Limited Partnership
- Corporation - State of _____
- Other Limited Liability Company

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: May 7, 2004

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

A. Trademark Application No(s): 78/296367

B. Trademark Registration Nos.:

Additional numbers attached? Yes No

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

Name: Martin C. Fliesler

Address: Fliesler Meyer LLP

Four Embarcadero Center, Fourth Floor

San Francisco, CA 94111

Telephone: (415) 362-3800

6. Total number of applications and registrations involved: 1

(\$40 first mark per document; \$25 second and subsequent marks in same document.)

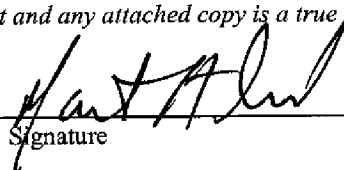
7. Total fee (37 CFR 3.41).....\$ 40.00

Authorization is given to charge this fee to Deposit Account No. 06-1325.

8. Authorization is given to charge any additional fees or credit any overpayment to Deposit Account No. 06-1325. (A duplicate copy of this authorization is **not** enclosed.)

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.*

Martin C. Fliesler 25,656
Attorney or Agent Reg. No.



July 2, 2004
Date

10. Total number of pages to be recorded: 2 (1-page cover sheet and 1 page document).

CH \$40.00 061325 78296367

ASSIGNMENT OF TRADEMARK AND GOODWILL

WHEREAS, Roberts, Stephens, Van Amburg, Packaging, Inc., a California corporation whose business address is 300 Orchard City Drive, Suite 126, Campbell, California 95008, U.S.A. ("Roberts, Stephens"), is the Applicant for the following Trademark Application ("Trademark Application"):

<i>Mark</i>	<i>Country</i>	<i>Application No.</i>	<i>Application Date</i>
GEORAIL	United States	78/296367	September 4, 2003

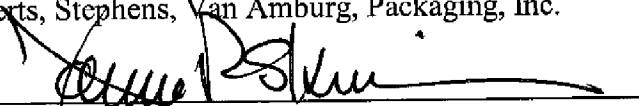
WHEREAS, RSVP Operations LLC, a California limited liability company whose business address is 300 Orchard City Drive, Suite 126, Campbell, California 95008, U.S.A. ("RSVP Operations"), is desirous of acquiring from Roberts, Stephens the rights to said Trademark Application;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the said Roberts, Stephens does hereby sell, assign and transfer to the said RSVP Operations all right, title and interest in and to the mark GEORAIL ("Trademark"), together with the goodwill of the business symbolized by said Trademark, and the right to recover for past infringement of any or all of said Trademark or Trademark Application or for unfair competition in business in connection therewith wheresoever or by whomsoever committed, the same to be held and enjoyed by RSVP Operations and its subsidiaries, affiliates, successors and assigns, as fully and entirely as the same would or could have been held and enjoyed by Roberts, Stephens had this Agreement not been made.

IN WITNESS WHEREOF, Roberts, Stephens, Van Amburg, Packaging, Inc. has caused these presents to be executed by the hands of its duly authorized officer, in (city and state of execution) _____

CAMPBELL, CA on MAY 7TH, 2004.

Roberts, Stephens, Van Amburg, Packaging, Inc.

By: 
 Name: James R. Skinner
 Title: Vice President

mcf/rsvp/7010us0/assignment.wpd