

40639-10

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

1. Name of conveying party(ies):
@Track Communications, Inc.

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

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

2. Name and Address of receiving party(ies)

Name: Acther Systems, Inc.

Address: 11460 Cronridge
Owings Mills, MD 21117

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation (Delaware)
 Other _____

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) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: March 15, 2002

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

A. Trademark Application No.(s)

Additional numbers attached? Yes No

B. Trademark Registration No.(s) 2453690

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

Hayley M. Smith
Senior Legal Assistant
Kirkland & Ellis
153 East 53rd Street
New York, NY 10022-4675
Phone (212) 446-4727, Facsimile (212) 446-490

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41)..... \$ 40

Enclosed
 Authorized to be charged to Deposit Account

8. Deposit Account No. 111098
 (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.

Hayley M. Smith Hayley M. Smith July 20, 2004
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 3

GH \$40.00 111098 2453690

ASSIGNMENT

WHEREAS, @Track Communications, Inc., a corporation organized and existing under the laws of Delaware, having a place of business at 1155 Kas Drive, Richardson, TX 75081 ("Assignor"), owns certain marks as follows;

<u>MARK</u>	<u>REG. NO.</u>	<u>DATE</u>
TRACKWARE (US-9, 38)	2,453,690	05/22/01
TRACKWARE (MX-9)	688,874	02/28/01
TRACKWARE (MX-38)	691,798	03/28/01

WHEREAS, Aether Systems, Inc., a corporation organized and existing under the laws of Delaware, and having a place of business at 11460 Cronridge, Owings Mills, Maryland 21117, ("Assignee"), is desirous of acquiring the entire right, title and interest in and to the marks, applications and registrations, and in and to any renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith;

THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Assignor has sold, assigned, transferred and by these presents does hereby sell, assign and transfer unto the Assignee, its successors or assigns, the entire right, title and interest in and to the marks, applications and registrations, and in and to any renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith and any right to recover for past infringement thereof and other past injury thereto.

Signature Page Follows

@Track Communications, Inc.

Date: March 15, 2002

By:

W. Michael Smith

Name: W. Michael Smith

Title: Exec. VP & CFO

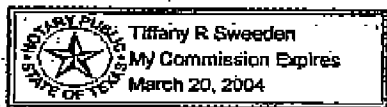
STATE OF TEXAS

COUNTY OF Dallas

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BEFORE ME, the undersigned authority, on this day personally appeared W. Michael Smith, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me under oath that he executed the same as the act and deed of @Track Communications, Inc., as Exec. VP & CFO thereof, and for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND and seal of office, this 15th day of March, 2002.



Tiffany R. Sweeden
Notary Public in and for
the State of TEXAS