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TRADEMARK ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE: NEW ASSIGNMENT

NATURE OF CONVEYANCE: ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---------------|----------|----------------|---------------------|
| Gear Up, Inc. | | 05/25/2004 | CORPORATION: OREGON |

RECEIVING PARTY DATA

| Name: | Gear Up, Inc. |
|-------------------|-------------------------|
| Street Address: | 500 West Eight Street |
| Internal Address: | Suite 255 |
| City: | Vancouver |
| State/Country: | WASHINGTON |
| Postal Code: | 98660 |
| Entity Type: | CORPORATION: WASHINGTON |

PROPERTY NUMBERS Total: 2

| Property Type | Number | Word Mark |
|----------------------|---------|----------------------|
| Registration Number: | 1549558 | GEAR UP TAX SEMINARS |
| Registration Number: | 2041013 | TAX GEARS |

CORRESPONDENCE DATA

Fax Number: (503)968-7228

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 503-968-8111

Email: mduboff@dubofflaw.com

Correspondent Name: Leonard D. DuBoff

Address Line 1: 6665 SW Hampton Street

Address Line 2: Suite 200

Address Line 4: Portland, OREGON 97223

ATTORNEY DOCKET NUMBER: 1653 GEAR UP

NAME OF SUBMITTER: Leonard D. DuBoff

Total Attachments: 1

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TRADEMARK

REEL: 002919 FRAME: 0880

TRADEMARK ASSIGNMENT

WHEREAS, Gear Up, Inc., an Oregon corporation, having its principal place of business at Post Office Box 23698, Portland, Oregon 97281, has adopted, used, is using and is the owner of the following trademarks now registered in the United States Patent and Trademark Office:

| Trademark | Registration No. | Date of Registration |
|------------------------------------|------------------|----------------------|
| GEAR UP TAX SEMINARS and Design | 1,549,558 | July 25, 1989 |
| TAX GEARS | 2,041,013 | February 25, 1997 |

WHEREAS, Gear Up, Inc., a Washington Corporation, having its principal place of business at 500 West Eight Street, Suite 255, Vancouver, WA 98660, is desirous of acquiring said registered trademarks;

Now, THEREFORE, in consideration of the sum of \$1.00 and other good and valuable consideration, the receipt of which is hereby acknowledged, Gear Up, Inc., Oregon, hereby assigns to Gear Up, Inc., Washington, all right, title and interest in the United States in and to said trademark together with the goodwill of the business symbolized by said trademark and registration thereof.

Dated: May 25, 2004

Gear Up, Inc. an Oregon Corporation

Nama

William Little

Its:

RECORDED: 08/19/2004

President

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