

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Bonefish Enterprises, Inc.	Priority Air Express, Inc. (Change of name recorded 8/19/04, R/F 2919/0372)	09/15/2000	CORPORATION: PENNSYLVANIA

**RECEIVING PARTY DATA**

<b>Name:</b>	Priority Air Express LLC
<b>Street Address:</b>	One Belmont Place
<b>Internal Address:</b>	c/o Berwind Financial Group, L.P.
<b>City:</b>	Bala Cynwyd
<b>State/Country:</b>	PENNSYLVANIA
<b>Postal Code:</b>	19004
<b>Entity Type:</b>	Limited liability company: DELAWARE

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	1563819	PRIORITY AIR EXPRESS

**CORRESPONDENCE DATA**

Fax Number: (215)981-4750  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 2159814714  
 Email: schwartzme@pepperlaw.com  
 Correspondent Name: Mindy Ellis Schwartz  
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OP \$40.00 1563819

ATTORNEY DOCKET NUMBER:	129166.2
NAME OF SUBMITTER:	Mindy Ellis Schwartz
<p>Total Attachments: 3  source=PRIORITY-1#page1.tif  source=PRIORITY-2#page1.tif  source=PRIORITY-3#page1.tif</p>	

**ASSIGNMENT OF TRADEMARK**

This Assignment of Trademark is made as of this 15<sup>th</sup> day of September, 2000 by BONEFISH ENTERPRISES, INC. f/k/a PRIORITY AIR EXPRESS, INC., a Pennsylvania corporation ("Assignor"), having its mailing address c/o Bruce Garland, 932 Scooneltown Road, West Chester, PA 19382, to PRIORITY AIR EXPRESS LLC, a Delaware limited liability company ("Assignee") having a mailing address at c/o Berwind Financial Group, L.P., One Belmont Place, Bala Cynwyd, PA 19004.

WHEREAS, Assignor has adopted and is currently using the trademark set forth on Appendix 1 hereto which is registered in the United States Patent and Trademark Office for use in connection with goods indicated in such registration (the "Mark");

WHEREAS, pursuant to that certain Asset Contribution and Purchase Agreement, dated as of August 23, 2000, among Assignor, Assignee and Bruce Garland (the "Asset Contribution and Purchase Agreement"), Assignor has agreed to sell and transfer its entire interest in and to the Mark to Assignee, and Assignee has agreed to purchase Assignor's entire interest in and to the Mark from Assignor.

NOW, THEREFORE, for valuable consideration, the receipt and legal sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to the Mark, together with all good will of the Business (as defined in the Asset Contribution and Purchase Agreement) symbolized by the Mark.

IN WITNESS WHEREOF, the Assignor has duly executed this Assignment of Trademark as of the date set forth above.

BONEFISH ENTERPRISES, INC.  
f/k/a PRIORITY AIR EXPRESS, INC.

By:



Name: Bruce Garland

Title: President

STATE OF PA :  
COUNTY OF PHILA :

Before me, RONALD A. MARONE, a Notary Public in and for the State and County aforesaid, personally appeared Bruce Garland, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the President of BONEFISH ENTERPRISES, INC. f/k/a PRIORITY AIR EXPRESS, INC., a Pennsylvania corporation, the within named corporation, and that he as such President, being duly authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by self as such.

WITNESS my hand and seal at office, on this 15 day of September, 2000.

Ronald A. Marone  
Notary Public

My Commission Expires:

Notarial Seal  
Ronald A. Marone, Notary Public  
Philadelphia, Philadelphia County  
My Commission Expires Feb. 21, 2004  
Member, Pennsylvania Association of Notaries

**APPENDIX 1  
TO ASSIGNMENT OF TRADEMARK**

**PRIORITY AIR EXPRESS - U.S. Registration No. 1,563,819, Issued 10/31/89.**

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