

ASSIGNMENT AND AGREEMENT

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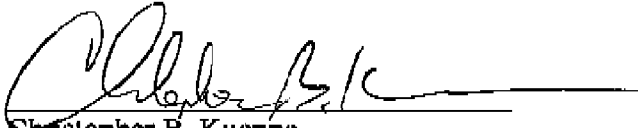
1005-015

The Rosetta Marketing Strategies Group, LLC, of 502 Carnegie Center, Suite 100, Princeton, New Jersey, 08540, United States of America ("ASSIGNOR"), has adopted, used, and is using the mark ROSETTA MARKETING WARE (the "mark"), which is pending in the United States Patent and Trademark Office, Serial Number 78/384,198, filed 15 March 2004.

RMSG LLC, an entity organized and existing under the state laws of Delaware, having its principal place of business at 502 Carnegie Center, Suite 100, Princeton, New Jersey, 08540, United States of America, and its successors, assigns, and legal representatives ("ASSIGNEE"), desires to acquire the mark.


Therefore, for the sum of One Dollar (US\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR hereby sells, assigns, and transfers to ASSIGNEE, the entire and exclusive rights, privileges, title, and interest, in and to the mark, together with the goodwill of the business symbolized by the mark.

Date: July 7, 2005


Christopher B. Kuenne
Manager
The Rosetta Marketing Strategies Group, LLC

United States of America)
State of New Jersey) seal:
County of Mercer)
City of Princeton)

On this 7th day of July, 2005, before me personally appeared Chris Kuenne, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same on behalf of the identified entity with authority to do so.


Notary Public

BARBARA A. VAN LIEW
A Notary Public of New Jersey
My Commission Expires Sept. 01, 2009

TRADEMARK