

Form PTO-1594 (Rev. 03/05)
OMB Collection 0651-0027 (exp. 6/30/2005)

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Capital Resources Group LLC

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation- State: _____
- Other Limited Liability Company

Citizenship (see guidelines) Delaware

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: EduCap, Inc.

Internal

Address: _____

Street Address: 1676 International Drive, Suite 501

City: McLean

State: VA

Country: USA Zip: 22102

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship Maryland
- Other _____ Citizenship _____

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)

3. Nature of conveyance)/Execution Date(s) :

Execution Date(s) July 11, 2005

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

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)
78624177, 78624139, 78624186, 78624171, 78624122, 78624136 and 78624131

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Susan C. Chaires

Internal Address: _____

Street Address: Chaires & Associates

927 15th Street NW - 12th Fl

City: Washington

State: DC Zip: 20005

Phone Number: 202 223-1414

Fax Number: 202 296-3720

Email Address: Trademarks@chaireslaw.com

6. Total number of applications and registrations involved:

7

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 190.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers 2155
Expiration Date 12/2005

b. Deposit Account Number _____
Authorized User Name _____

9. Signature:

Susan C. Chaires
Signature

July 25, 2005
Date

Susan C. Chaires

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 6

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

OP \$190.00 78624177

ASSIGNMENT

WHEREAS CAPITAL RESOURCES GROUP LLC, a Delaware Limited Liability Company having its principal office at P.O. Box 9870, McLean, VA 22102 is the owner of the applications for federal trademark registration listed in Attachment A, including all related designs and promotional materials ("the Marks"):

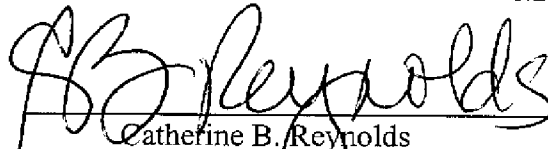
WHEREAS CAPITAL RESOURCES GROUP LLC, has agreed to assign the above referenced Marks to **EDUCAP INC.**, a Maryland corporation having its principal office at 1676 International Drive, Suite 501, McLean, VA 22102, as successor to the portion of the business of Capital Resources Group LLC to which the Marks pertain and which business is and has been ongoing and existing.

NOW, THEREFORE, for the sum of Ten Dollars (\$10.00) and other good and valuable consideration, receipt of which is hereby acknowledged, the said **CAPITAL RESOURCES GROUP LLC** does hereby assign unto **EDUCAP INC.** all right, title and interest in the Marks together with that portion of the business of Capital Resources Group LLC symbolized by the Marks, including all good will associated with the Marks.

THIS ASSIGNMENT shall be effective as of 11 day of July 2005.

CAPITAL RESOURCES GROUP LLC

By:


Catherine B. Reynolds
President

Attachment A**Applications for Federal Trademark Registration**

ALL4YEARS (Ser. No. 78624177) for educational loan services; financing of goods and services related to education; research in the area of financial resources for kindergarten through grade 12, college, university and adult education; college saving plans; providing scholarships for education; management of corporate financial resources for use in education, training and recruitment; and administration and operation of a line of credit for use in financing education and education-related expenses

ALL 4 YEARS (Ser. No. 78624139) for educational loan services; financing of goods and services related to education; research in the area of financial resources for kindergarten through grade 12, college, university and adult education; college saving plans; providing scholarships for education; management of corporate financial resources for use in education, training and recruitment; and administration and operation of a line of credit for use in financing education and education-related expenses

ALL4YEARS.COM (Ser. No. 78624186) for educational loan services; financing of goods and services related to education; research in the area of financial resources for kindergarten through grade 12, college, university and adult education; college saving plans; providing scholarships for education; management of corporate financial resources for use in education, training and recruitment; administration and operation of a line of credit for use in financing education and education-related expenses; and providing information about financing of education and goods and services related to education through loans and lines of credit, and providing the operation and administration thereof via a global interactive computer network

ALL FOUR YEARS (Ser. No. 78624171) for educational loan services; financing of goods and services related to education; research in the area of financial resources for kindergarten through grade 12, college, university and adult education; college saving plans; providing scholarships for education; management of corporate financial resources for use in education, training and recruitment; and administration and operation of a line of credit for use in financing education and education-related expenses

ALLFOURYEARS (Ser. No. 78624122) for educational loan services; financing of goods and services related to education; research in the area of financial resources for kindergarten through grade 12, college, university and adult education; college saving plans; providing scholarships for education; management of corporate financial resources for use in education, training and recruitment; and administration and operation of a line of credit for use in financing education and education-related expenses

LOAN TO EXPLORE (Ser. No. 78624136) for educational loan services; financing of goods and services related to education; research in the area of financial resources for kindergarten through grade 12, college, university and adult education; college savings plans; providing scholarships

for education; management of corporate financial resources for use in education, training and recruitment; providing loan and scholarship programs for study abroad

LOANTOEXPLORE (Ser. No. 78624131) for educational loan services; financing of goods and services related to education; research in the area of financial resources for kindergarten through grade 12, college, university and adult education; college savings plans; providing scholarships for education; management of corporate financial resources for use in education, training and recruitment; providing loan and scholarship programs for study abroad