

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
BRAIN, LLC		08/22/2005	Limited Liability Company:

RECEIVING PARTY DATA	
Name:	Bohan Group LLC
Street Address:	580 California Street
Internal Address:	Suite 1775
City:	San Francisco
State/Country:	CALIFORNIA
Postal Code:	94104
Entity Type:	Delaware Limited Liability Company:

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Serial Number:	78597679	
Serial Number:	78487555	BRAIN EXCHANGE
Serial Number:	78597597	BRAIN QC
Serial Number:	78586172	BRAINPLC
Serial Number:	78666312	BRAIN
Serial Number:	78666416	BRAIN CENTER
Registration Number:	2385540	BRAIN
Registration Number:	2622732	BRAIN
Registration Number:	2899549	BRAIN WAVES

CORRESPONDENCE DATA	
Fax Number:	(213)243-2539
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	213-489-3939

CH \$240.00 78597679

Email: tsmaceiko@jonesday.com
Correspondent Name: Theodore S. Maceiko
Address Line 1: 555 S. Flower Street
Address Line 2: 50th Floor
Address Line 4: Los Angeles, CALIFORNIA 90071

NAME OF SUBMITTER:	Theodore S. Maceiko
Signature:	/Theodore S. Maceiko/
Date:	09/28/2005

Total Attachments: 4
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ASSIGNMENT OF TRADEMARK AND SERVICE MARK

AGREEMENT made this 22nd day of August 2005, by and between BRAIN, LLC, a California Limited Liability Company, having a principal place of business at 580 California Street, Suite 1775, San Francisco, California 94104 ("Assignor"), on the one hand, and Bohan Group LLC, a Delaware Limited Liability Company, having a principal place of business at 580 California Street, Suite 1775, San Francisco, California 94104 ("Assignee"), on the other hand.

WHEREAS Assignor is the owner of the trademarks/service marks (1) BRAIN, for which U.S. Federal Trademark Registration No. 2,385,540 issued on September 12, 2000, (2) BRAIN, for which U.S. Federal Service Mark Registration No. 2,622,732 issued on September 24, 2002 and (3) BRAIN WAVES for which U.S. Federal Trademark/Service Mark Registration No. 2,899,549 issued on November 2, 2004 (collectively the "BRAIN Marks");

WHEREAS effective May 1, 2005 ("Effective Date"), BRAIN, LLC assigned all its intellectual property to Bohan Group LLC; and

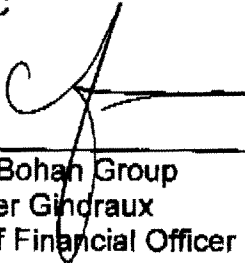
WHEREAS BRAIN, LLC and Bohan Group LLC now desire to confirm the prior assignment between Assignor and Assignee;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged by Assignor, it is confirmed and agreed as follows:

Assignor hereby grants, transfers, assigns and conveys to Assignee and its successors and assigns, as of the Effective Date, the entire right, title, and interest of

Assignor in and to the BRAIN Marks, together with the goodwill of the business associated with the BRAIN Marks, and all claims, if any, which may have arisen thereunder prior to the date of this Agreement or prior to the Effective Date, including the right to recover and have damages and profits for any past infringement.

ASSIGNOR
BRAIN, LLC



By: The Bohan Group
Olivier Gindraux
Chief Financial Officer

ASSIGNEE
Bohan Group LLC

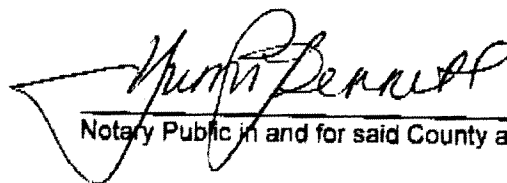
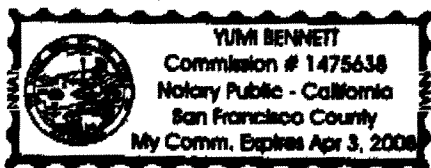


Olivier Gindraux
Chief Financial Officer

STATE OF California)
COUNTY OF San Francisco) ss

On Aug. 22, 2005 before me, Yumi Bennett, personally appeared Olivier Gindraux personally known to me - OR - proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.


Notary Public in and for said County and State

ASSIGNMENT OF TRADEMARK AND SERVICE MARKS

AGREEMENT made this 22nd day of August 2005, by and between BRAIN, LLC, a California Limited Liability Company, having a principal place of business at 580 California Street, Suite 1775, San Francisco, California 94104 ("Assignor"), on the one hand, and Bohan Group LLC, a Delaware Limited Liability Company, having a principal place of business at 580 California Street, Suite 1775, San Francisco, California 94104 ("Assignee"), on the other hand.

WHEREAS Assignor is the owner of the following trademark and/or service mark applications listed below (collectively "Assigned Marks"):

<u>Assigned Mark</u>	<u>U.S. Serial No.</u>
Stylized logo	78/597,679
BRAIN EXCHANGE	78/487,555
BRAIN QC	78/597,597
BRAIN PLC	78/586,172
BRAIN	78/666,312
BRAIN CENTER	78/666,416

WHEREAS Assignee is the successor to the portion of the Assignor's business to which the Assigned Marks pertain;

WHEREAS effective May 1, 2005 ("Effective Date"), BRAIN, LLC assigned all its intellectual property to Bohan Group LLC as well as the portion of the business to which the Assigned Marks pertained;

WHEREAS BRAIN, LLC and Bohan Group LLC now desire to confirm the prior assignment between Assignor and Assignee;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged by Assignor, it is confirmed and agreed as follows:

Assignor hereby grants, transfers, assigns and conveys to Assignee and its successors and assigns, as of the Effective Date, the entire right, title, and interest of Assignor in and to the Assigned Marks, together with the goodwill of the business associated with the Assigned Marks and the portion of the business to which the Assigned Marks pertain, and all claims, if any, which may have arisen thereunder prior to the date of this Agreement or prior to the Effective Date, including the right to recover and have damages and profits for any past infringement.

ASSIGNOR
BRAIN, LLC

ASSIGNEE
Bohan Group LLC

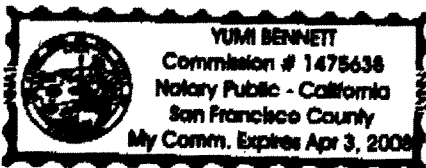
By: The Bohan Group
Olivier Gindraux
Chief Financial Officer

Olivier Gindraux
Chief Financial Officer

STATE OF California)
COUNTY OF San Francisco) ss

On Aug. 22, 2005 before me, Yumi Bennett, personally appeared Olivier E. Gindraux personally known to me - OR - proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.



Notary Public in and for said County and State