

06-16-2005

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

DEPARTMENT OF COMMERCE
Patent and Trademark Office



RECORD
TRAIL 103022434

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

6-13-05

1. Name of conveying party(ies):

All Software, Inc.

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

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

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

Execution Date(s) June 9, 2005

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Vertus Express Corporation

Internal

Address: _____

Street Address: 601 Bayshore Boulevard, Suite 700

City: Tampa

State: Florida

Country: USA Zip: 33606

Association Citizenship _____

General Partnership Citizenship _____

Limited Partnership Citizenship _____

Corporation Citizenship Florida

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)

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2382803

Additional sheet(s) attached? Yes No

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

Tool Manager

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

Name: Craig E. Behrenfeld

Internal Address: _____

Street Address: 601 Bayshore Boulevard, Suite 700

City: Tampa

State: Florida Zip: 33606

Phone Number: (813) 253-2020

Fax Number: (813) 251-6711

Email Address: ceb@barnettbolt.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

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

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

Craig E. Behrenfeld

Signature

Craig E. Behrenfeld

Name of Person Signing

6/10/05

Date

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

RECEIVED
OPERATIONS
JUN 13 AM 9:17
OPERATIONS

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

06/16/2005 ECOOPER 00000004 2382803

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40.00 DP

TRADEMARK
REEL: 003181 FRAME: 0715

ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS (the "Assignment") is executed as of the Effective Date (as hereinafter defined) by **ALL SOFTWARE, INC.**, a Pennsylvania corporation having offices at 310 West Plum Street, Edinboro, Pennsylvania 16412 ("**All Software**"), in favor of **VERTUS EXPRESS CORPORATION**, a Florida corporation having offices at 601 Bayshore Boulevard, Suite 700, Tampa, Florida 33606 ("**Vertus**").

This Assignment is executed and delivered pursuant to that certain Agreement for Purchase and Sale of Assets dated June 8, 2005 (the "**Agreement**"), between Vertus, All Software, and Allan Larson. Capitalized terms not otherwise defined herein shall have the meaning ascribed thereto in the Agreement.

Pursuant to the Agreement, and for the sum of One Dollar (\$1.00) and other good and valuable consideration, receipt of which is hereby acknowledged, All Software hereby assigns, sells and sets over to Vertus, its successors, assigns or other legal representatives, the entire right, title and interest, domestic and foreign, in the following U.S. trademark registrations and applications, along with goodwill associated with each respective registration and application:

<i>U.S. Trademark Registrations:</i>	<i>Registration No.</i>
TOOL MANAGER	2,382,803

Vertus is authorized to perform any and all acts which Vertus deems necessary to secure thereto the rights being assigned, sold and set over herein. All Software represents and warrants that it has not granted any rights inconsistent with the rights granted herein.

This instrument shall be effective as of 12:01 a.m. on June 8, 2005 (the "**Effective Date**").

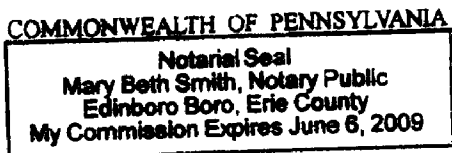
IN WITNESS WHEREOF, All Software has executed this Assignment on this 9 day of JUNE, 2005.

ALL SOFTWARE, INC.

By: Allan Larson
Allan Larson, President

STATE OF Pennsylvania)
) ss:
COUNTY OF Erie)

The foregoing instrument was acknowledged before me this 9th day of June, 2005, by ALLAN LARSON, as President of ALL SOFTWARE, INC., a Pennsylvania corporation, on behalf of the corporation. He is personally known to me or has produced PA Drivers License (type of identification) as identification and who did not take an oath.



Mary Beth Smith
(sign name)

Mary Beth Smith
(print name)

NOTARY PUBLIC, State of Florida

My Commission Expires: June 6, 2009

My Commission No.: _____