

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
Gabriel Metcalf		01/06/2004	INDIVIDUAL:
RECEIVING PARTY DATA			
Name:	City CarShare		
Street Address:	131 Steuart Street, Suite 205		
City:	San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94105		
Entity Type:	CORPORATION:		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2686879	CITY CARSHARE	
CORRESPONDENCE DATA			
Fax Number:	(925)962-9011		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	925-962-9009		
Email:	ann.dalsin@gvd-law.com		
Correspondent Name:	Ann M. Dalsin		
Address Line 1:	3470 Mt. Diablo Blvd., Suite A-215		
Address Line 4:	Lafayette, CALIFORNIA 94549		
NAME OF SUBMITTER:	Ann M. Dalsin		
Signature:	/Ann Dalsin/		
Date:	11/23/2005		
Total Attachments: 1			
source=TRADEMARK ASSIGNMENT AGMT#page1.tif			

OP \$40.00 2686879

TRADEMARK ASSIGNMENT AGREEMENT

WHEREAS, Gabriel Metcalf, an individual, with his principal place of business at 312 Sutter St., Suite 500, San Francisco, CA 94108 ("Assignor") is the registered owner of the mark CITY CARSHARE (the "Mark") in connection with the following goods and/or services: vehicle rental services, namely vehicle sharing for fleets to be reserved for primarily short-distance trips (class 39); and

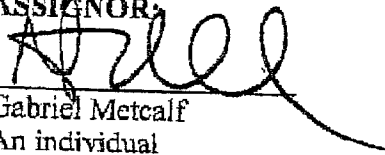
WHEREAS, Assignor owns a federal registration for the Mark on the Principal Register of the United States Patent and Trademark Office in connection with the goods and/or services identified therein, Registration No. 2686879, registered on February 11, 2003; and

WHEREAS, City CarShare, a California nonprofit public benefit corporation, with its principal place of business at 131 Steuart, Suite 205, San Francisco, CA 94105 ("Assignee"), desires to acquire the Mark and the above-referenced Registration;

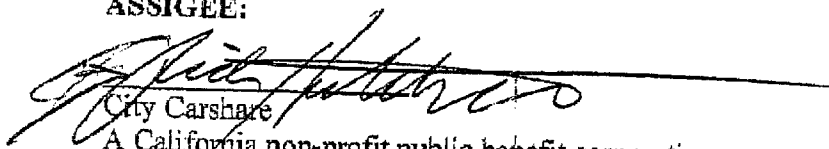
NOW, THEREFORE, the parties hereto agree as follows:

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns and transfers to Assignee all right, title and interest in and to the Mark, together with any interest Assignor may have in the goodwill of the business symbolized by the Mark, and the registration thereof. The assignment described herein shall be effective for all purposes as of 1/6/2004.

ASSIGNOR:


Gabriel Metcalf
An individual

ASSIGEE:


City Carshare
A California non-profit public benefit corporation
By: George Richard Hutchinson
Its: Chief Executive Officer