

09-15-2005



T/4700-4

TRADEMARKS RECORDED

103082347

/ER SHEET

To the Director of the U.S. Patent and Trademark Office: Please record the attached original document or copy thereof.

1. Name of conveying party(ies):

Conex Incorporated Corp.

Type of Entity: Corporation-New York

Additional names(s) of conveying party(ies) attached? No

2. Name and Address of receiving party(ies):

InterSearch Group, Inc.
250 Montgomery Street
San Francisco, CA 94104

Type of Entity: Corporation-Florida

If assignee is not domiciled in the United States, a domestic representative designation is attached: 1

Additional name(s) & address(es) attached? No

3. Nature of Conveyance:

Assignment

Execution Date: August 23, 2005

4.A. Trademark Application No(s):

B. Trademark Registration No.(s)

2,531,787

2,346,993

1,125,849

Additional numbers attached? No

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

OSTROLENK, FABER, GERB & SOFFEN, LLP
1180 Avenue of the Americas
New York, New York 10036-8403

6. Total number of documents involved: 3

7. Total fee (37 CFR 3.41): \$ 120.00

Enclosed as part of Check No. 21821

In the event the actual fee is greater than the payment submitted or is inadvertently not enclosed or if any additional fee due is not paid, the Patent and Trademark Office is authorized to charge the underpayment to Deposit Account No. 15-0700.

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8. To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Robert C. Faber

Name of Person Signing

Signature

September 7, 2005

Date

Total number of pages including cover sheet, attachments, and document: 3

09/14/2005 DBYRNE 00000139 2531787

01 FC:8521

02 FC:8522

40.00 DP
50.00 DP

Repln. Ref: 09/14/2005 DBYRNE 0009382200

DAN:150700 Name/Number:2531787

FC: 9204 00721726.1 \$30.00 CR

TRADEMARK
REEL: 003222 FRAME: 0696

EXHIBIT A

ASSIGNMENT

WHEREAS, Conex Incorporated Corp., a New York corporation, with offices at 950 Third Avenue, New York, NY 10022 ("ASSIGNOR") owns certain trademarks and/or service marks, and applications and/or registrations for such marks, as listed in Exhibit 1 attached hereto and incorporated herein by this reference ("MARKS"); and

WHEREAS, InterSearch Group, Inc., a Florida corporation, with offices at 250 Montgomery Street, San Francisco, CA 94104 ("ASSIGNEE"), desires to acquire all of the right, title and interest of ASSIGNOR in, to and under the MARKS, together with the goodwill of the business symbolized by the MARKS;

WHEREAS, ASSIGNOR and ASSIGNEE have entered into a certain Agreement dated August 23, 2005, among other things, assigning all right, title and interest in and to the MARKS and in and to the registrations and/or applications for same from ASSIGNOR to ASSIGNEE;

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration paid by ASSIGNEE to ASSIGNOR, the receipt and sufficiency of which hereby is acknowledged, ASSIGNOR does hereby sell, assign, transfer and convey unto ASSIGNEE its entire right, title and interest in and to the MARKS, and to the applications and/or registrations for the MARKS, together with the goodwill of the business symbolized by the MARKS and the portion of the business of the ASSIGNOR to which the MARKS pertain, including the right to sue and recover for any past infringement thereof.

IN WITNESS WHEREOF, ASSIGNOR has caused this Assignment to be duly executed by an authorized officer on this 23rd day of August, 2005.

By: Fred Niegel
Name: Fred Niegel
Title: President

EXHIBIT 1

MARKS

COUNTRY	MARK	REG. NO.
United States	INTERSEARCH	2531787
United States	INTERSEARCH	2346993
United States	INTERSEARCH	1125849