

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|----------------------------------|--|--|---------------------------|
| SUBMISSION TYPE: | | NEW ASSIGNMENT | |
| NATURE OF CONVEYANCE: | | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Tod S Olsen | | 11/28/2005 | INDIVIDUAL: UNITED STATES |
| RECEIVING PARTY DATA | | | |
| Name: | VisualVault LLC | | |
| Street Address: | 304 West Chilton Street | | |
| City: | Chandler | | |
| State/Country: | ARIZONA | | |
| Postal Code: | 85225 | | |
| Entity Type: | LIMITED LIABILITY COMPANY: ARIZONA | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Serial Number: | 78160173 | VISUALVAULT | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (602)716-8280 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | (602) 364-7000 | | |
| Email: | kanelson@bryancave.com | | |
| Correspondent Name: | Kenneth A. Nelson | | |
| Address Line 1: | Two North Central Avenue | | |
| Address Line 4: | Phoenix, ARIZONA 85004-4406 | | |
| ATTORNEY DOCKET NUMBER: | 0104030-02 | | |
| NAME OF SUBMITTER: | Kenneth Nelson | | |
| Signature: | /kenneth nelson/ | | |
| Date: | 01/24/2006 | | |

CH \$40.00 78160173

Total Attachments: 2

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ASSIGNMENT OF INTELLECTUAL PROPERTY

Recitals

I, Tod S. Olsen ("Olsen"), an individual, resident in the State of Arizona, with a residence address at 304 W. Chilton Street, Chandler, Arizona 85225, am possessed of certain rights in intellectual property ("IP Rights"), to wit:

- (a) copyright in VisualVault 1.0 document and data management computer software, menu structures, and computer screen displays and in any derivative works off of the preceding;
- (b) trademark rights and trademark registration application serial No. 78/160,173 and good will in and for the trademark VISUALVAULT;
- (c) trade secret rights in certain trade secrets and know how in VisualVault 1.0 software and in the use of, the marketing of and the business of commercializing that software;
- (d) copyright in marketing materials and in user manuals, reference manuals and other documentation developed for marketing, installing, using and fixing the VisualVault 1.0 software;
- (e) the domain name "visualvault.com" and the VisualVault website at <http://www.visualvault.com>, including copyright in the content at the VisualVault website; and
- (f) moral rights in any of the preceding in those countries having moral rights protection.

VisualVault LLC, a limited liability company organized and existing under the laws of the State of Arizona and having an office for conducting business at 304 West Chilton Street, Chandler Arizona wishes to purchase the entire right, title and interest in the above-mentioned IP Rights.

Agreement

For and in consideration of the promises and for the sum of \$1.00 to be paid to Olsen, the receipt and sufficiency of all of which above-stated consideration is acknowledged, I, Olsen, have sold, assigned, transferred, and conveyed and by this document do sell, assign, transfer, and convey, worldwide, to VisualVault LLC the entire right and title to, and interest in the IP Rights and all good will attendant to and associated with the trademark VISUALVAULT, including the right to sue and recover damages for past infringement of any of the rights here conveyed.

I, Olsen, for the consideration stated above, represent to and agree with VisualVault, that I have the full power to make this assignment, and that the assigned rights are unencumbered by any previously granted right or license. I, my executors, or administrators will do all acts and things and execute and deliver without further compensation any other instruments, further applications, papers, affidavits, powers of attorney, assignments, and other documents that, in the opinion of counsel for VisualVault LLC or its successors and his assigns are or may be required to more fully secure and vest the assigned right, title, and interest in the IP Rights to VisualVault LLC, its successors and assigns.

Date: 11-28-2005

By: Tod Olsen
 Tod Olsen

STATE OF ARIZONA)
) ss.:
 COUNTY OF MARICOPA)

BE IT KNOWN, that on this 28 day of November, 2005, before me personally appeared Tod Olsen, known to me to be the person mentioned in and who executed the foregoing assignment, and he acknowledged to me that he executed the same as his free act and deed for the use and purposes therein mentioned.

[Signature]
 Notary Public

