Form PTO-1594 (Rev. 07/0	5)	U.S. DEPARTMENT OF COMMERCE United States Patent and Trademark Office
OMB Collection 0651-002	RECORDATION FOR	RM COVER SHEET
TRADEMARKS ONLY		
To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.		
1. Name of conveying	g party(les):	2. Name and address of receiving party(les)
James H. Nelems	!	Additional names, addresses, or citizenship attached? No
		Name: ActiveGroup Ventures, Inc.
	☐ Association	Internal Address:
Individual(s) General Partners		
	e:	Street Address: 3725 Da Vinci Court, Suite 200
•		City: Norcross
Citizenship (see guide		State: Georgia
. , ,	veying parties attached? Yes No	Country: USA Zip: 30092 Association Citizenship
		General Partnership Citizenship
3. Nature of conveys	nce)/Execution Date(s) :	Umlted Partnership Citizenship
Execution Date(s) Non	ember 17, 2004	Corporation Citizenship US
Assignment	☐ Merger	Other Citizenship
Security Agreem	ent Change of Name	If assignee is not domiciled in the United States, a domestic
Other		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) 2,400,030 2,409,517		
		Additional sheet(s) attached? Yes V No
C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown): ACTIVEGROUP (2,400,030) ACTIVEGROUP.NET (2,409,517)		
	of party to whom correspondence nt should be mailed:	6. Total number of applications and registrations involved:
Internal Address: P.O.	Pay 7207	7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 65.00
III.GI II AUG 683, <u>P.O.</u>	- DOV 1901	Authorized to be charged by credit card
Street Address: 1201	V. Peachtree Street, Suite 3500	Authorized to be charged to deposit account Enclosed
City: Atlanta		8. Payment information:
State: GA	Zip: <u>30309</u>	a. Credit Card Last 4 Numbers
Phone Number: (404)	B88-7412	Expiration Date
Fax Number: (404) 87	0-2405	b. Deposit Account Number 09-0528
Email Address: jt <u>iman</u>	Dwcsr.com	Authorized User Name John J. Timar
9. Signature:	John Juin	December 6, 2005
	Signature	Date
	John J. Timar Name of Person Signing	Total number of pages including cover sheet, attachments, and document:

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK

REEL: 003237 FRAME: 0140

SERVICE MARK ASSIGNMENT

THIS SERVICE MARK ASSIGNMENT (this "Assignment"), dated as of Naverage 17, 2004 (the "Effective Date") is made between James H. Nelems, a resident of the State of Georgia with an address at 3730 River Mansion Drive, Duluth, Georgia 30092 ("Assignor"), and Active Group Ventures, Inc., a Delaware corporation with a principal place of business at 3725 Da Vinci Court, Suite 200, Norcross, Georgia 30092 ("Assignee").

WHEREAS, Assignor is the owner of, and desires to assign to Assignee, all right, title and interest in and to: (i) any and all trademark, service mark and intellectual property rights, including rights of priority, and all applications and registrations (US and/or foreign) for the mark/name ACTIVEGROUP, including but not limited to United States Service Mark Registration No. 2,400,030; (ii) any and all trademark, service mark and intellectual property rights, including rights of priority; and all applications and registrations (US and/or foreign) for the mark/name ACTIVEGROUP.NET, including but not limited to United States Service Mark Registration No. 2,409,517 (dollectively "the Marks"); and (iii) any and all goodwill of the business associated with the Marks; and

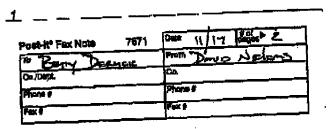
WHEREAS. Assignes desires to acquire the Marks and any and all goodwill of the business associated therewith from Assigner, subject to the terms and conditions of this Assignment, and

WHEREAS, Assignor and Assignee desire to confirm of record the assignment of the Marks and goodwill to Assignee;

NOW, THEREFORE, in consideration of the foregoing recitals, the mutual covenants and conditions contained herein, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee hereby agree as follows:

- 1. Assignor hereby assigns to Assignee all right, title and interest in and to the Marks, together with: (i) the goodwill symbolized by the Marks; (ii) all causes of action, claims and demands and other rights for, or arising from, any infringement or misappropriation, including past infringements and misappropriations, of the Marks; and (iii) any royalties or other consideration owed in connection with use of the Marks after the Effective Date.
- 2. Assigner further agrees without further consideration to cause to be performed such other lawful acts and to be executed such further assignments and other lawful documents as Assignee may from time to time reasonably request to effect fully this Assignment and to permit Assignee to be duly recorded as the registered owner of the Marks, goodwill and all other rights hereby conveyed.
- Subject to the terms hereof, Assignee accepts such assignment of the Marks and goodwill.

ATLANTA #308331



IN WITNESS WHEREOF, the parties have caused this Assignment to be duly executed by their respective authorized officers, all as of the day and year first above written.

ASSIGNOR:

ASSIGNEE:

James H. Nelems

ActiveGroup Ventures, Inc.

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Name: David Ne cond

ATLANTA 424323V1

Appendix B

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