

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
The Encore Group, Inc.		01/23/2006	CORPORATION: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Rawcliffe Corporation		
<b>Street Address:</b>	198 Poppasquash Road		
<b>City:</b>	Bristol		
<b>State/Country:</b>	RHODE ISLAND		
<b>Postal Code:</b>	02809		
<b>Entity Type:</b>	CORPORATION: RHODE ISLAND		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2821143	RAWCLIFFE	
<b>Registration Number:</b>	2821142	RAWCLIFFE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(617)345-9020		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	(617) 345-9000		
<b>Email:</b>	tmdocket@haslaw.com		
<b>Correspondent Name:</b>	Amy B. Spagnole		
<b>Address Line 1:</b>	28 State Street		
<b>Address Line 4:</b>	Boston, MASSACHUSETTS 02109		
<b>NAME OF SUBMITTER:</b>	Amy B. Spagnole		
<b>Signature:</b>	/Amy B. Spagnole/		
<b>Date:</b>	06/07/2006		

Total Attachments: 2

**900050632**

**TRADEMARK  
 REEL: 003323 FRAME: 0148**

**OP \$65.00 2821143**

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ASSIGNMENT

THIS ASSIGNMENT is made between The Encore Group, Inc. a corporation of California, having an address of P.O. Box 500780, San Diego, California 92150, (the "Assignor") and Rawcliffe Corporation, a corporation of Rhode Island, having an address of 198 Poppasquash Road, Bristol, Rhode Island 02809 (the "Assignee"). The Assignor is the proprietor in the United States of the Trademarks listed in the Schedule A attached hereto (the "Trademarks"). For good and valuable consideration, the Assignor hereby quitclaims and assigns to the Assignee all its full right to and title in the Trademarks, together with the goodwill of the business in the goods or services for which the Trademarks are registered.

The Encore Group, Inc.

By: Louis R. Valente  
Name: Louis R. Valente  
Title: EVP/CEO  
Dated: JAN 23, 2006

STATE OF NORTH CAROLINA

Forsyth County

January 23, 2006

Then personally appeared the above-named Louis R. Valente,  
EVP/CEO of The Encore Group, Inc., and acknowledged  
the foregoing to be his free act and deed as Trustee, before me,

Shawn D. Williams  
Notary Public  
My Commission Expires: 9-16-2006

Schedule A

- (1) Mark: RAWCLIFFE (Stylized)  
Reg. No. 2,821,143  
Reg. Date: March 9, 2004
  
- (2) Mark: RAWCLIFFE  
Reg. No. 2,821,142  
Reg. Date: March 9, 2004