

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
Xyience Incorporated		09/05/2007	CORPORATION: NEVADA
RECEIVING PARTY DATA			
Name:	Riverside Investment Company		
Street Address:	1161 E. Marion St., #200		
City:	Shelby		
State/Country:	NORTH CAROLINA		
Postal Code:	28150		
Entity Type:	CORPORATION: NORTH CAROLINA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78802575	X5 HALO	
CORRESPONDENCE DATA			
Fax Number:	(702)791-1912		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(702) 791-0308		
Email:	tip@nevadafirm.com, jboyle@nevadafirm.com		
Correspondent Name:	James D. Boyle, Esq.		
Address Line 1:	400 South Fourth Street, Third Floor		
Address Line 4:	Las Vegas, NEVADA 89101		
ATTORNEY DOCKET NUMBER:	05131-02		
NAME OF SUBMITTER:	James D. Boyle		
Signature:	/James D. Boyle/		
Date:	09/18/2007		

OP \$40.00 78802575

Total Attachments: 2

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**RECORDATION FORM 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 party(ies):
 Xyience Incorporated
 10650 West Charleston Blvd., Ste. 110
 Las Vegas, NV 89135

Individual(s) Association
 General Partnership Limited Partnership
 Corporation- State: Nevada
 Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies) Yes No

Additional names, addresses, or citizenship attached? Yes No

Name: Riverside Investment Company
 Internal
 Address: _____

Street Address: 1161 E. Marion St., #200
 City: Shelby
 State: North Carolina
 Country: USA Zip: 28150

Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship North Carolina
 Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)

3. Nature of conveyance)/Execution Date(s) :

Execution Date(s) September 5, 2007

Assignment Merger
 Security Agreement Change of Name
 Other _____

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)
78/802575

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):
X5 HALO

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

Name: James D. Boyle, Esq.
 Internal Address: Santoro, Driggs, Walch, Kearney,
Holley & Thompson
 Street Address: 400 South Fourth Street
Third Floor
 City: Las Vegas
 State: Nevada Zip: 89101
 Phone Number: (702) 791-0308
 Fax Number: (702) 791-1912
 Email Address: tip@nevadafirm.com

6. Total number of applications and registrations involved:


7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$40.00

Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
 Expiration Date _____

b. Deposit Account Number _____
 Authorized User Name _____

9. Signature:  _____ September 7, 2007
 _____ Signature Date

James D. Boyle Total number of pages including cover sheet, attachments, and document:

Name of Person Signing

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

INTELLECTUAL PROPERTY ASSIGNMENT

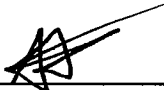
This Intellectual Property Assignment (the "Assignment") is made effective as of August 31, 2007 (the "Effective Date") by and between Xyience Incorporated, a Nevada corporation having a principal place of business at 10650 West Charleston Blvd., Ste. 110, Las Vegas, Nevada 89135 ("Xyience"), and Riverside Investment Company, a corporation duly organized under the laws of North Carolina, having a principal place of business at 1161 E. Marion Street, #200, Shelby, North Carolina 28150 ("Riverside").

In consideration of the covenants, representations and warranties set forth herein and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Xyience hereby conveys, transfers and assigns to Riverside: (i) any and all of Xyience's right, title, license and interest (including, without limitation, all intellectual property right, title, license and interest) in, to and under the mark X5 HALO, and all designs and/or variants thereto, including, without limitation, as set forth in the intent-to-use application for X5 HALO, International Class 005, Serial No: 78/802575 (the "Mark"); (ii) that portion of the ongoing business of Xyience that plans to create the product line that is intended to be identified by the Mark and to which the Mark pertains; and (iii) the right to sue and recover for any past and/or continuing infringements or contract breaches. Xyience hereby assigns the Mark and that portion of the ongoing business of Xyience that plans to create the product line that is intended to be identified by the Mark and to which the Mark pertains as required by Section 10 of the Lanham Act (15 U.S.C. § 1060(a)(1)).

Said rights, titles, licenses and interests are to be held and enjoyed by Riverside, for Riverside's own use and benefit and for the use and benefit of Riverside's successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Xyience if this conveyance, transfer and assignment had not been made.

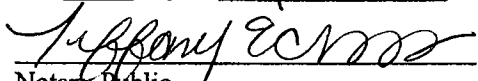
IN WITNESS WHEREOF, Xyience hereby executes this Assignment on this 5 day of September, 2007.

Xyience Incorporated


By: Adam Frank
Its: President

STATE OF NEVADA)
COUNTY OF CLARK)

Subscribed and sworn to before me
this 5 day of September, 2007.


Notary Public

My Commission Expires: 2.22.09
SEAL

