

# 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
Nestor, Inc. and Nestor Traffic Systems, Inc.		12/01/2009	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	American Traffic Solutions, Inc.		
Street Address:	7681 E. Gray Rd.		
City:	Scottsdale		
State/Country:	ARIZONA		
Postal Code:	85260		
Entity Type:	CORPORATION: KANSAS		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	3438292	VIDAR	
Serial Number:	78925054	VIDAR	
Serial Number:	78925053	VIDAR	
Serial Number:	77618938	I-CITATION	
Registration Number:	2679829	NESTOR TRAFFIC SYSTEMS	
Registration Number:	2655921	CITATION COMPOSER	
Registration Number:	2290068	NESTOR	
Registration Number:	2138538	CROSSINGGUARD	
CORRESPONDENCE DATA			
Fax Number:	(071)230-1001		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	01141 230 10 00		
Email:	jmoetteli@patentinfo.net		
Correspondent Name:	Moetteli & Associates SaRL		

CH \$215.00 3438292

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TRADEMARK  
REEL: 004189 FRAME: 0450

Address Line 1: St. Leonhardstrasse 4  
Address Line 4: St. Gallen, SWITZERLAND CH-9000

ATTORNEY DOCKET NUMBER:	MUS-A006-XXX
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NAME OF SUBMITTER:	John Moetteli
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Signature:	/s/john moetteli/
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Date:	04/21/2010
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### ASSIGNMENT OF TRADEMARKS

WHEREAS, Nestor, Inc. and Nestor Traffic Systems, Inc., Delaware corporations (each individually and collectively referred to herein as "Nestor"), adopted and used the trademarks, and the registrations and applications therefore, as specifically identified on Exhibit A attached hereto (the "Company Trademarks"); and Jonathan N. Savage, the Court-appointed Permanent Receiver (the "Receiver") of Nestor and the Receivership Estate, in accordance with the Orders entered by the Rhode Island Superior Court in the consolidated receivership proceeding docketed as *MICHAEL JAMES, Chief Executive Officer v. Nestor, Inc.*, C.A. No. 09-3152 and *MICHAEL JAMES, President v. Nestor Traffic Systems, Inc.*, C.A. No. 09-3153 (the "Receivership Proceeding") have taken and are vested with the title to and are continuing to use the Company Trademarks; and

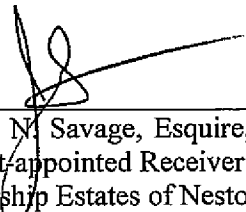
WHEREAS, The Receiver has been appointed as the Permanent Receiver for the receivership estate of Nestor, by order of the Rhode Island Superior Court sitting in Providence County in the Receivership Proceeding;

WHEREAS, American Traffic Solutions, Inc., a corporation organized and existing under the laws of the State of Kansas (the "Purchaser"), having a place of business at 7681 E. Hwy, Rd, Skokholm, AZ 85260, is desirous of acquiring the Company Patents and the Company Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Receiver, does hereby assign, sell and transfer unto the Purchaser all of his right, title and interest in and to the Company Trademarks, together with the goodwill associated therewith, and the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringements of the Company Trademarks. The Receiver agrees to assist the Purchaser, at the Purchaser's expense, to perfect the Purchaser's rights in the Company Trademarks, including executing all documents reasonably required by the Purchaser to effectuate such purpose.

[Signature Appears On Following Page]

IN WITNESS WHEREOF, the Receiver has executed this Assignment of Trademarks, as an instrument under seal as of this 10<sup>th</sup> day of September 2009.

  
Jonathan N. Savage, Esquire, in his capacity as  
the Court-appointed Receiver for the  
Receivership Estates of Nestor, Inc. and Nestor  
Traffic Systems, Inc. and not individually

STATE OF RHODE ISLAND

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ss.

COUNTY OF PROVIDENCE

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On the 10<sup>th</sup> day of September 2009, before me appeared Jonathan N. Savage the person who signed this instrument, who acknowledged that he signed such instrument as his free act and deed.

  
Notary Public  
My commission expires: 4/7/2010

The foregoing Assignment of Trademarks by the Receiver is hereby accepted as of this 1<sup>st</sup> day of ~~September~~ December 2009.

By: Amy L. Rad  
Name:  
Title: Associate General Counsel  
American Traffic Solutions

## **Exhibit A**

### **US Trademarks and Trademark Applications**

<b>Trademark</b>	<b>Serial or Reg. No.</b>	<b>Filing date</b>	<b>Status</b>	<b>Where</b>
VIDAR	3,438,292	July 8, 2006	REGISTERED	US
VIDAR	78925054	July 8, 2006	LIVE	US
VIDAR	78925053	July 8, 2006	LIVE	US
I-CITATION	77618938	November 20, 2008	LIVE	US
NESTOR TRAFFIC SYSTEMS	2,679,829	February 8, 2001	REGISTERED	US
CITATION COMPOSER	2,655,921	May 22, 2001	REGISTERED	US
NESTOR	2,290,068	July 16, 1998	REGISTERED	US
CROSSINGGUARD	2,138,538	December 6, 1996	LIVE	US
NESTOR SYSTEM	1,384,074		CANCELED	US
PENSHELL	1,739,577		CANCELED	US
HUMAN HEAD DESIGN	1,707,863		CANCELED	US

### **Foreign Trademarks and Trademark Applications**

<b>Trademark</b>	<b>Serial No.</b>	<b>Filing date</b>	<b>Status</b>	<b>Where</b>
NESTOR SYSTEM	1,091,726	July 23, 1985	REGISTERED	DE
NESTOR SYSTEM	2,054,809			JP
NESTOR SYSTEM	1,980,597			JP
NESTOR SYSTEM	1,317,788	July 22, 1985	REGISTERED	FR
NESTOR SYSTEM	327283	July 19, 1985	REGISTERED	CA