

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Contribution Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TransCore, LP		03/31/2011	LIMITED PARTNERSHIP: DELAWARE
RECEIVING PARTY DATA			
Name:	Amtech Systems, LLC		
Street Address:	8600 Jefferson NE		
City:	Albuquerque		
State/Country:	NEW MEXICO		
Postal Code:	67113		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Registration Number:	2081055	AMTECH	
Registration Number:	3875652	CABLINK	
Registration Number:	3875651	CABLINK	
Registration Number:	2837646	EGO	
Registration Number:	3663705	EGO PLUS	
Registration Number:	3854113	SLAP & TRACK	
Registration Number:	2032523	SMARTPASS	
Registration Number:	3053055	TOLLTAG	
Registration Number:	2661933	TOLLTAG	
Registration Number:	3382939	ENCOMPASS	
Registration Number:	3562579	ENCOMPASS	
Serial Number:	77171817	SENSE & TRACK	
CORRESPONDENCE DATA			

Fax Number: (215)751-1142

Phone: 215-567-2010

Email: trademarks@crbcp.com, crbcpltd@gmail.com,
esmarzluf@crbcp.com, ebrobinson@crbcp.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Eric S. Marzluf

Address Line 1: 1635 Market Street

Address Line 2: 11th Floor, Seven Penn Center

Address Line 4: Philadelphia, PENNSYLVANIA 19103-2212

ATTORNEY DOCKET NUMBER:	T1142/10037 (TLP-AMT)
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NAME OF SUBMITTER:	Eric S. Marzluf
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Signature:	/E.S. Marzluf/
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Date:	01/11/2012
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Total Attachments: 6

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CONTRIBUTION AGREEMENT

This CONTRIBUTION AGREEMENT (this "Agreement") is made and entered into this 31st day of March, 2011 between TransCore, LP, a Delaware limited partnership ("TLP"), and Amtech Systems, LLC, a Delaware limited liability company ("Amtech").

WHEREAS, as a result of the merger of TC License, Ltd. ("TCL") into TLP, TLP currently owns all of the intellectual property assets as set forth on Schedule A hereto and all goodwill associated therewith or symbolized thereby previously held by TCL (collectively, the "IP Assets");

WHEREAS, the Board of Directors of TLP has determined that it is in the best interests of TLP to contribute the IP Assets to Amtech, and the sole member of Amtech has determined that it is in the best interests of Amtech to accept the IP Assets from TLP; and

WHEREAS, TLP desires to contribute the IP Assets to Amtech and Amtech desires to accept the contribution of the IP Assets, such contribution to be effective immediately upon the execution and delivery hereof.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. *Contribution.* TLP hereby contributes, transfers, assigns, and delivers to Amtech all of its right, title and interest in, to and under the IP Assets. Amtech hereby accepts all right, title and interest of TLP in, to and under the IP Assets.
2. *Representations and Warranties of TLP.* TLP represents and warrants to Amtech that this Agreement and the transactions contemplated hereby have been duly authorized.
3. *Counterparts; Effectiveness.* This Agreement may be signed in any number of counterparts, each of which shall be an original, with the same effect as if the signatures thereto and hereto were upon the same instrument. This Agreement shall become effective when each party hereto shall have received the counterpart hereof signed by the other party hereto.
4. *Governing Law.* This Agreement shall be construed in accordance with and governed by the laws of the State of Delaware, without giving effect to principles of conflicts of law.

5. *Amendments.* This Agreement may not be modified, altered, supplemented or amended except pursuant to a written agreement executed and delivered by each party hereto.

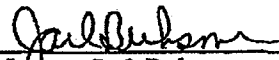
6. *Successors and Assigns.* The provisions of this Agreement shall be binding upon, and inure to the benefit of, the parties hereto and their successors and assigns.

[Remainder of this page intentionally left blank]


IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date first written above.

TRANSCORE, LP

By: TLP Holdings, LLC, *its General Partner*

By: 
Name: Jack Buhsmer
Title: Vice President

AMTECH SYSTEMS, LLC

By: 
Name: Jack Buhsmer
Title: Vice President

[Signature Page to the Contribution Agreement]

(NY) 17905/012/AGTS/contribution.sgt.TLP.Amtech.doc

Intellectual Property Assets

Trademarks

[illegible]

Mark	Registration # / Application #	Country
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	708,006,601	[REDACTED]
[REDACTED]	7,000,000	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	2,000,000	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
TOLLTAG	3,053,055	United States
TOLLTAG	2,661,933	United States
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
CABLINK	3,875,652	United States
CABLINK	3,875,651	United States
SENSE & TRACK	77/171,817 (Application)	United States
SLAP & TRACK	3,854,113	United States