

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Rilin Group, Inc.		07/01/2013	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	Promark International, Inc.
Street Address:	1268 Humbracht Circle
City:	Bartlett
State/Country:	ILLINOIS
Postal Code:	60103
Entity Type:	CORPORATION: ILLINOIS

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Serial Number:	76711779	
Serial Number:	78143506	FREEXWIRE
Serial Number:	76979203	OMICRON
Serial Number:	76710100	OMICRON
Serial Number:	74351654	QFLASH
Serial Number:	76696063	QFLASH
Serial Number:	76660434	QNEXUS
Serial Number:	78096767	QTTL
Serial Number:	75381956	QUANTUM
Serial Number:	76696062	QUANTUM
Serial Number:	76645676	
Serial Number:	73702993	Q
Serial Number:	78366114	TURBO
Serial Number:	74142937	TURBO

CH \$365.00 76711779

CORRESPONDENCE DATA

Fax Number: 3126095005

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

Phone: 312-609-7804

Email: ccasey@vedderprice.com

Correspondent Name: Christine Casey

Address Line 1: 222 N. LaSalle Street, 25th Floor

Address Line 2: c/o Vedder Price P.C.

Address Line 4: Chicago, ILLINOIS 60601

ATTORNEY DOCKET NUMBER:

31080.00.0019

NAME OF SUBMITTER:

Christine Casey

Signature:

/Christine Casey/

Date:

07/16/2013

Total Attachments: 6

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TRADEMARK ASSIGNMENT

WHEREAS, Rilin Group, Inc., a New York corporation, having a principal place of business at 10 Commerce Dr., Hauppauge, New York 11788 (referred to herein as "Assignor") is transferring all of its entire right, title and interest in and to the trademarks, pending applications and registrations listed on Exhibit A attached hereto (hereinafter referred to as "Said Trademarks") pursuant to and in accordance with that certain Asset Purchase Agreement dated July 1, 2013 among Assignor, Assignee (as defined below) and certain other parties (the "APA");

WHEREAS, Promark International, Inc., an Illinois corporation, having its principal place of business at 1268 Humbracht Circle, Bartlett, Illinois 60103 (referred to herein as "Assignee") is desirous of acquiring all of Assignor's right, title and interest in and to Said Trademarks;

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that, in consideration of and for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by Assignor, and pursuant to the APA, Assignor does hereby sell, assign, transfer, and set over unto Assignee all of Assignor's right, title and interest in and to Said Trademarks, together with the goodwill of the business symbolized by Said Trademarks and in accordance with which Said Trademarks are used, together with all common law rights of Assignor, including the right to bring action and recover for past infringement, if any, of Said Trademarks.


Assignor agrees to execute all such documents, forms and authorizations as may be required in order to vest all of Assignor's right, title

and interest in and to Said Trademarks in Assignee, and consents to Assignee applying alone for recordal of Said Trademarks.

IN TESTIMONY WHEREOF, the undersigned representatives of Assignor and Assignee, being properly authorized to execute and deliver this Assignment, hereunto set their hands and affixed their seals.

Dated as of this 1st day of July, 2013.

RILIN GROUP, INC.


By: Richard Shaper
Title: Pres
Date: July 1, 2013

PROMARK INTERNATIONAL, INC.

By: _____
Title: _____
Date: _____

and interest in and to Said Trademarks in Assignee, and consents to Assignee applying alone for recordal of Said Trademarks.

IN TESTIMONY WHEREOF, the undersigned representatives of Assignor and Assignee, being properly authorized to execute and deliver this Assignment, hereunto set their hands and affixed their seals.

Dated as of this 1st day of July, 2013.

RILIN GROUP, INC.

By: _____
Title: _____
Date: _____

PROMARK INTERNATIONAL, INC.

By: *Kenneth Daniels*
Title: *President*
Date: *7/1/2013*

EXHIBIT A

Trademark	Jurisdiction	Application No./Date	Registration No./Date
Design 	U.S.	76711779 6/21/2012	
FREEXWIRE	U.S.	78143506 7/12/2002	2754527 8/19/2003
OMICRON	U.S.	76979203 12/27/2011	4307108 3/26/2013
OMICRON	U.S.	76710100 12/27/2011	
QFLASH	U.S.	74351654 1/25/1993	1836099 5/10/1994
QFLASH	U.S.	76696063 3/2/2009	3765744 3/30/2010
QNEXUS	U.S.	76660434 5/22/2006	3291401 9/11/2007
QTTL	U.S.	78096767 12/5/2001	2740807 7/22/2003
QUANTUM	U.S.	75381956 10/30/1997	2356491 6/13/2000
QUANTUM	U.S.	76696062 3/2/2009	3819993 7/20/2010
STYLIZED Q	U.S.	76645676 8/29/2005	3200141 1/23/2007
STYLIZED Q	U.S.	73702993 12/28/1997	1502901 9/6/1988
TURBO	U.S.	78366114 2/11/2004	2957146 5/31/2005

Trademark	Jurisdiction	Application No./Date	Registration No./Date
TURBO Design	U.S.	74142937 2/28/1991	1670133 12/31/1991
QUANTUM	Australia	490779 7/8/1988	490779 7/8/1988
QNEXUS	Canada	1341762 3/30/2007	TMA738437 4/21/2009
QPAC	Canada	0859461 10/23/1997	TMA541183 2/14/2001
QUANTUM	Canada	0611003 7/13/1988	TMA358407 7/14/1989
QFLASH	CTM	008748682 12/11/2009	008748683 5/20/2010
QNEXUS	CTM	005442793 10/24/2006	5442793 9/10/2008
QUANTUM	CTM	010492403 12/14/2011	010492403 5/15/2012
QFLASH	France	93490777 11/4/1993	93/490777 4/15/1994
QUANTUM	France	937790 6/29/1988	1473834 12/16/1988
TURBO	France	94538841 10/5/1994	94538841 3/10/1995
QFLASH	Germany	Q1813 10/29/1993	DE2074517 8/10/1994
QUANTUM	Germany	Q1285 6/30/1988	1155672 3/12/1990
QFLASH	Italy		678416 5/14/1996
QUANTUM	Italy		537331 12/20/1990

Trademark	Jurisdiction	Application No./Date	Registration No./Date
TURBO	Italy	MI2004C010219 10/14/2004	0001089275 1/23/2008
QFLASH	Spain	M1787965 11/4/1993	1787965 6/16/1996
QFLASH	Sweden		
QUANTUM	Sweden	1988/05427 6/27/1988	251470 9/3/1993
QUANTUM	United Kingdom	1348412 6/20/1988	1348412 6/22/1990
TURBO	United Kingdom	1586542 10/4/1994	1586542 2/9/1996