

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
Collect Technologies, LLC		07/01/2013	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Opflex Technologies, LLC		
Street Address:	733 South West Street		
City:	Indianapolis		
State/Country:	INDIANA		
Postal Code:	46225		
Entity Type:	LIMITED LIABILITY COMPANY: INDIANA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3230943	I-CELL	
CORRESPONDENCE DATA			
Fax Number:	3176845173		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	3176845000		
Email:	trademark@boselaw.com		
Correspondent Name:	Jennifer L. Day, Bose McKinney & Evans		
Address Line 1:	111 Monument Circle		
Address Line 2:	Suite 2700		
Address Line 4:	Indianapolis, INDIANA 46204		
ATTORNEY DOCKET NUMBER:	24123-0001		
NAME OF SUBMITTER:	Jennifer L. Day		
Signature:	/Jennifer L. Day/		

OP \$40.00 3230943

Date:

07/08/2013

Total Attachments: 3

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SECURED PARTY TRADEMARK ASSIGNMENT

DATE: July 1, 2013

In consideration of a portion of the purchase price of \$650,000 paid by the Buyer (as defined below) to the Secured Party (as defined below), Diamond Business Credit, LLC, a Massachusetts limited liability company with its principal place of business at 200 Ledgewood Place, Suite 100, Rockland, Massachusetts 02370 (the "Secured Party"), hereby sells, assigns and transfers to Opflex Technologies, LLC, an Indiana limited liability company with a principal place of business at 733 South West Street, Indianapolis, Indiana 46225 (the "Buyer"), all of the right, title and interest of Collect Technologies, LLC, a Delaware limited liability company (the "Debtor"), in and to the I-CELL trademark (US Registration No. 3,230,943) and related goodwill (the "Mark").

The Buyer shall, in addition to the other amounts payable hereunder, pay all sales, use and other taxes, federal, state or otherwise, however designated, which are levied or imposed by reason of the transaction contemplated herein, other than taxes charged upon or by reference to the overall net income or profits of the Secured Party. Without limiting the foregoing, the Buyer shall pay to the Secured Party an amount equal to any such taxes actually paid or required to be collected by the Secured Party prior to or concurrently with the transfer of the Mark.

EXCEPT AS SPECIFICALLY SET FORTH IN THE OMNIBUS AGREEMENT DATED THE DATE HEREOF BETWEEN THE SECURED PARTY AND THE BUYER, THE SECURED PARTY MAKES NO WARRANTIES OR REPRESENTATIONS OF ANY KIND, EXPRESS OR IMPLIED, WITH RESPECT TO THE MARK OR THE SALE THEREOF BY THE SECURED PARTY TO THE BUYER. THE MARK IS SOLD "AS IS," "WHERE IS" AND THE SECURED PARTY MAKES NO WARRANTIES AS TO, AND SPECIFICALLY DISCLAIMS ANY WARRANTIES OF, TITLE, POSSESSION, QUIET ENJOYMENT, MERCHANTABILITY OR FITNESS FOR ANY PURPOSE WHATSOEVER.

[Signature page follows]

The Buyer acknowledges, agrees, and represents that (a) it has made its own independent investigation and evaluation as to the Mark, and (b) it is acquiring the Mark "as is", "where is" and without representations and warranties as set forth above.

DIAMOND BUSINESS CREDIT, LLC

By: _____

Name: Gerald Sherman

Title: Manager

OPFLEX TECHNOLOGIES, LLC

By: _____

Name: John J. Baker

Title: Secretary

[Signature page to Secured Party Trademark Assignment]

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**TRADEMARK
REEL: 005075 FRAME: 0021**

The Buyer acknowledges, agrees, and represents that (a) it has made its own independent investigation and evaluation as to the Mark, and (b) it is acquiring the Mark "as is", "where is" and without representations and warranties as set forth above.

DIAMOND BUSINESS CREDIT, LLC

By: _____
Name: Gerald Sherman
Title: Manager

OPFLEX TECHNOLOGIES, LLC

By:  _____
Name: John J. Baker
Title: Secretary

[Signature page to Secured Party Trademark Assignment]

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