

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|------------------------------|--------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | NUNC PRO TUNC ASSIGNMENT |
| EFFECTIVE DATE: | 06/30/2011 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|----------------|----------|----------------|-----------------------|
| Sky-Trax, Inc. | | 12/11/2013 | CORPORATION: DELAWARE |

RECEIVING PARTY DATA

| | |
|------------------------|-----------------------|
| Name: | TotalTrax, Inc. |
| Street Address: | 500 Water Street |
| City: | Newport |
| State/Country: | DELAWARE |
| Postal Code: | 19804 |
| Entity Type: | CORPORATION: DELAWARE |

PROPERTY NUMBERS Total: 4

| Property Type | Number | Word Mark |
|----------------------|---------|------------|
| Registration Number: | 3519573 | TOTAL-TRAX |
| Registration Number: | 3507883 | SKAN-FREE |
| Registration Number: | 3466886 | OPS MAN |
| Registration Number: | 3466874 | SKY-MARX |

CORRESPONDENCE DATA

Fax Number: 2159814750
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 215.981.4314
 Email: harrisol@pepperlaw.com, jensenc@pepperlaw.com
 Correspondent Name: Lori E. Harrison c/o Pepper Hamilton LLP
 Address Line 1: 3000 Two Logan Square
 Address Line 2: 18th and Arch Streets
 Address Line 4: Philadelphia, PENNSYLVANIA 19103

OP \$115.00 3519573

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| ATTORNEY DOCKET NUMBER: | 136201.4 |
| NAME OF SUBMITTER: | Lori E. Harrison |
| Signature: | /leh/ |
| Date: | 12/11/2013 |
| Total Attachments: 4 source=SkyTrax to TotalTrax Assignment#page1.tif source=SkyTrax to TotalTrax Assignment#page2.tif source=SkyTrax to TotalTrax Assignment#page3.tif source=SkyTrax to TotalTrax Assignment#page4.tif | |

NUNC PRO TUNC TRADEMARK ASSIGNMENT

This Nunc Pro Tunc Trademark Assignment Agreement ("Assignment") is by and between Sky-Trax, Inc., a Delaware corporation with a place of business at 98 Quigley Blvd., New Castle, Delaware 19720 ("Assignor") and TotalTrax, Inc., a Delaware corporation with a place of business at 500 Water St., Newport, Delaware 19804 ("Assignee").

WHEREAS, Assignor is the owner of the marks and corresponding U.S. Trademark Registrations attached on Schedule A (hereinafter the "Trademarks").

WHEREAS, Assignor desires to transfer all right, title and interest in to the Trademarks as of June 30, 2011; and

WHEREAS Assignee desires to acquire all of Assignor's right, title and interest in and to the Trademarks as of June 30, 2011.

In consideration of the foregoing and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign, nunc pro tunc, as of June 30, 2011, unto Assignee, all of Assignor's right, title and interest in and to the Trademarks, together with all goodwill, and the right to sue third parties for and recover damages from past and future infringement of the Trademarks.

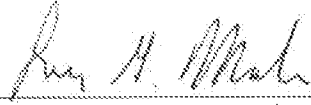
All covenants and obligations herein shall be binding on and inure to the benefit of the Assignor, Assignee, and their respective successors and permitted assigns.

Assignor hereby authorizes the Commissions of Patents and Trademarks of the United States, and any official of any other country empowered to issue trademark registrations, to record this Assignment, and to issue or transfer said Trademarks to the Assignee as owner of all right, title and interest therein, or otherwise as the Assignee may direct, in accordance with the terms of this Agreement.

IN WITNESS WHEREOF, this Assignment has been executed by the parties on the day and year written below.


Sky-Trax, Inc.
Assignor

Date: December 10, 2013


Name: Larry G. Mahan
Title: Director

TotalTrax, Inc.
Assignee

Date: December 11, 2013


Name: Fern A. Conner
Title: CEO

Schedule A

| Trademark | Registration No. |
|------------|------------------|
| TOTAL-TRAX | 3,519,573 |
| SKAN-FREE | 3,507,883 |
| OPS MAN | 3,466,886 |
| SKY-MARX | 3,466,874 |

