

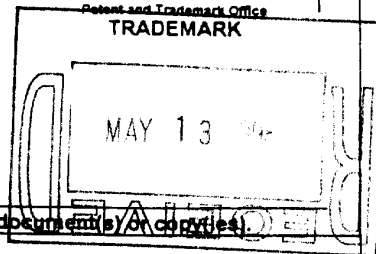
05-19-1998

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027



100715770

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



MRO 5-13-98

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other _____

Effective Date
Month Day Year
5 5 98

Conveying Party

Mark if additional names of conveying parties attached

Name Investment Training Institute-Nash, Inc.

Execution Date
Month Day Year
5 5 98

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____

Citizenship/State of Incorporation/Organization Georgia

Receiving Party

Mark if additional names of receiving parties attached

Name Dover Alpha Acquisition, LLC

DBA/AKA/TA _____

Composed of _____

Address (line 1) 3060 Peachtree Road

Address (line 2) Suite 1870

Address (line 3) Atlanta Georgia 30305
City State/Country Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other limited liability company

Citizenship/State of Incorporation/Organization Georgia

05/14/1998 DCUATES 00000123 75409056

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 50.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="75/409,056"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,016,255"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,086,284"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

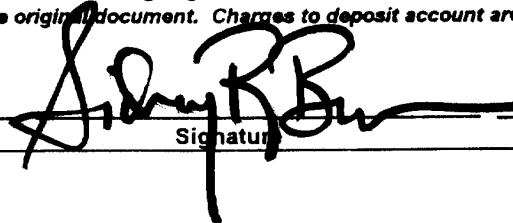
Authorization to charge additional fees: Yes No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Sidney R. Brown

Name of Person Signing

 5-11-98

Signature

Date Signed

ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS, dated as of this 5th day of May, 1998 (this "Assignment"), is made and delivered by and among INVESTMENT TRAINING INSTITUTE - NASH, INC., a Georgia corporation (the "Assignor"); and DOVER ALPHA ACQUISITION, LLC, a Georgia limited liability company (the "Assignee"), pursuant to the Asset Purchase Agreement dated as of April 16, 1998, by and among each of the Assignor; the Assignee; Dover International, LLC, a Georgia limited liability company; and the Shareholders, as defined therein (the "Asset Purchase Agreement").

AGREEMENT

NOW, THEREFORE, in consideration of the promises and mutual covenants contained in the Asset Purchase Agreement and other good and valuable consideration, the receipt of which is hereby acknowledged and confessed, the parties hereto agree as follows:

1. Defined Terms. Capitalized terms used herein but not defined herein shall have the meanings ascribed to them in the Asset Purchase Agreement.

2. Assignment of Trademarks. Assignor hereby assigns, conveys, transfers, and sets over unto the Assignee any and all of its rights, interest and privileges, including, but not limited to, any common law rights, in the trademarks listed on Exhibit A attached hereto and made a part hereof (the "Trademarks"), together with the goodwill of the business symbolized by the Trademarks, including without limitation, each of the Assignor's right, title and interest in and to (i) all income, royalties, damages and payments now or hereafter due and/or payable with respect to the Trademarks, including without limitation, charges and payments for past or future infringements thereof; (ii) the right to sue for past, present and future infringements of the Trademarks; (iii) the right to secure all renewals for any registrations of the Trademarks; and (iv) all rights corresponding thereto, as fully and entirely as the same would have been held and enjoyed by the Assignor had this Assignment not been made.

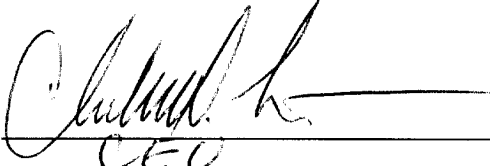
3. Filing. The Commissioner of Patents and Trademarks is hereby requested to record this Assignment to the Assignee.

4. Further Assurance Assignor agrees that, upon request by the Assignee and without further consideration, it will execute all lawful papers, make all rightful oaths and generally assist Assignee in perfecting and recording title to the Trademarks. The Assignee shall bear all responsibility and expense for preparing and recording any instrument of assignment or transfer, any fee or tax levied thereon, and all prosecution and maintenance costs incurred with respect to the Trademarks.

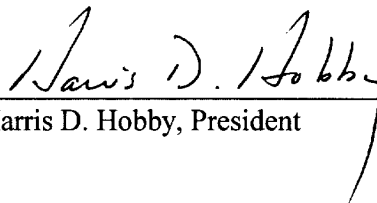
5. Counterparts. This Assignment is executed pursuant to the Asset Purchase Agreement and may be simultaneously executed in counterparts, each of which as so executed shall be deemed to be an original and such counterparts together shall constitute one and the same instrument.

IN WITNESS WHEREOF, each of the Assignors and the Assignee have duly executed this Assignment as of this 5th day of May, 1998.

INVESTMENT TRAINING INSTITUTE-NASH, INC.

By: 
Its: CEO

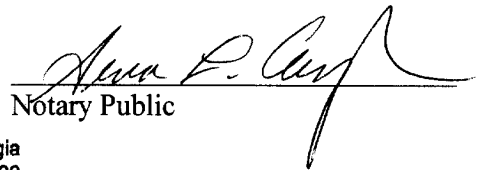
DOVER ALPHA ACQUISITION, LLC

By: 
Harris D. Hobby, President

STATE OF GEORGIA)
)
COUNTY OF FULTON)

On this 5th day of May, 1998, before me personally appeared Charles Lowenstein, to me known, who, being by me duly sworn, did depose and say that he is the CEO of INVESTMENT TRAINING INSTITUTE - NASH, INC., a Georgia corporation (the "Corporation"), and that he as such officer, being authorized to do so, executed the foregoing instrument for and on behalf of the Corporation.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



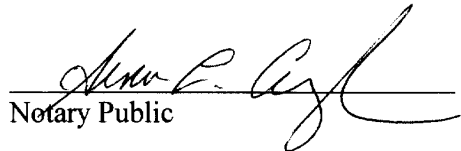
Notary Public

Notary Public, Fulton County, Georgia
My commission expires: My Commission Expires June 5, 2000

STATE OF GEORGIA)
)
COUNTY OF FULTON)

On this 5th day of May, 1998, before me personally appeared Harris D. Hobby, to me known, who, being by me duly sworn, did depose and say that he is the President of DOVER ALPHA ACQUISITION, LLC, a Georgia limited liability company (the "Company"), and that he as such officer, being authorized to do so, executed the foregoing instrument for and on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



Notary Public

Notary Public, Fulton County, Georgia
My commission expires: My Commission Expires June 5, 2000

Exhibit "A"

Trademarks, etc.

- I. Unregistered trade names:
 - (1) Investment Training Institute, Inc.
 - (2) Investment Training Institute-Nash, Inc.
 - (3) ITI, Inc.
 - (4) ITI-Nash, Inc.
 - (5) ITI
 - (6) ITI-Nash

- II. Unregistered Trademark (logo):
 - (1) ITI

- III. Registered trademark in the name of Investment Training Institute-Nash, Inc.
 - (1) POWERPAK 7, No. 2,016,255, effective 11/12/96 - see attached

- IV. Registered service mark in the name of Investment Training Institute-Nash, Inc.
 - (1) SAFE SELLING, No. 2,086,284, effective 8/5/97 - see attached

- V. Application for service mark registration in the name of Investment Training Institute-Nash, Inc.
 - (1) WRAPAROUND 7, filed 12/22/97 - see attached

- VI. List of ITI-Nash courses (unregistered):
 - (1) SERIES 6 - Investment Company/Variable Contracts
Limited Representative
 - (2) SERIES 7 - General Securities Representative
 - (3) SERIES 22 - Direct Participation Programs Limited Representative
 - (4) SERIES 42 - Registered Options Limited Representative Exam
 - (5) SERIES 52 - Municipal Securities Representative
 - (6) SERIES 62 - Corporate Securities Limited Representative
 - (7) SERIES 4 - Registered Options Principal
 - (8) SERIES 8 - General Securities Sales Supervisor
 - (9) SERIES 24 - General Securities Principal
 - (10) SERIES 26 - Investment Company Products/Variable
Contracts Limited Principal
 - (11) SERIES 27 - Financial and Operations Principal
 - (12) SERIES 28 - Introducing Broker/Dealer Financial and Operations
Principal

- (13) **SERIES 39 - Direct Participation Programs Limited Principal**
- (14) **SERIES 53 - Municipal Securities Principal**
- (15) **SERIES 3 - National Commodity Futures Examination**
- (16) **SERIES 11 - Assistant Representative - Order Processing**
- (17) **SERIES 31 - Futures Managed Funds Examination**
- (18) **SERIES 63 - Uniform Securities Agent State Law Examination**
- (19) **SERIES 65 - Uniform Investment Adviser Law Examination**
- (20) **SERIES 66 - Combined State Law Examination**