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RECORDATION FORM C
TRADEMARKS

02-23-1999

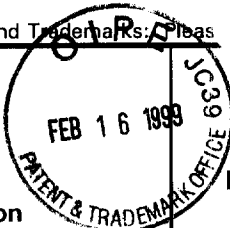
MENT OF COMMERCE
Patent and Trademark Office



100969589

ly thereof.

To the Honorable Commissioner of Patents and Trademarks: Please



A. Name of conveying party(ies):
MH Financial Management Systems, Inc.

- Individual(s)
- General Partnership
- Corporation - Delaware
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 23, 1998

B. Name and address of receiving party(ies):

Name: The Chase Manhattan Corporation

Street Address: 270 Park Avenue

City: New York State: New York Zip: 10017-2070

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation- Delaware
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

02/23/1999 SBURNS 00000038 1330659

01 FC:581

40.00 (P)

B. Trademark registration No.(s)

1,330,659 - INTERPLEX

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Darby & Darby P.C.

Street Address: 805 Third Avenue, 27th Floor

City: New York State: New York Zip: 10022-7513

EXPRESS MAIL CERTIFICATE

Date: 2/16/99 No. SM445425567

I hereby certify that, on the date indicated above I deposited this paper or fee with the U.S. Postal Service & that it was addressed for delivery to the Commissioner of Patents & Trademarks, Washington D.C. 20231 by "Express Mail Post Office to Addressee" service.

D Beck D Beck
Name (Print) Signature

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41):.....\$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

04-0100

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Lucille P. Nichols
Name of Person Signing

Lucille P. Nichols
Signature

February 16, 1999
Date

Total number of pages including cover sheet, attachments, and document:

2

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

TRADEMARK ASSIGNMENT

WHEREAS, **MH Financial Management Systems, Inc.**, a corporation organized and existing under and by virtue of the laws of Delaware, and having a place of business at 140 East 45th Street, New York, New York 10017, hereinbelow called "Assignor", owns and has used in its business the following trademark which is registered as follows:

TRADEMARK REGISTRATION**REGISTRATION NUMBER****INTERPLEX****1,330,659**

; and

WHEREAS, **The Chase Manhattan Corporation**, a corporation organized and existing under and by virtue of the laws of Delaware, and having a place of business at 270 Park Avenue, New York, NY 10017-2070, hereinbelow called "Assignee", is desirous of acquiring the entire right, title and interest in and to the said trademark, trademark registration and in and to any registrations, renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith;

THEREFORE, BE IT KNOWN that for and in consideration of the sum of One Dollar (\$1.00) to it in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor has sold, assigned, transferred and by these presents does hereby sell, assign, and transfer unto the said Assignee, its successors or assigns, the entire right, title and interest in and to the said trademark, trademark registrations and in and to any registrations, renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith and any right to recover for past infringement thereof.

MH FINANCIAL MANAGEMENT SYSTEMS, INC.Dated: Dec. 23, 1998

By: Susan Sheehy
 Print Name: SUSAN SHEEHY
 Print Title: VICE PRESIDENT