

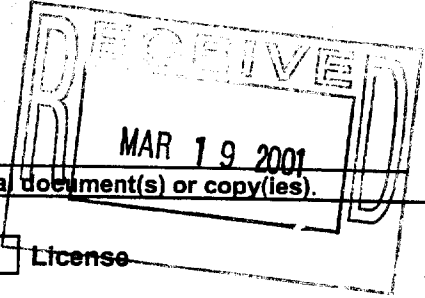
04-02-2001



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MC 3-19-01

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
- Security Agreement
- Merger
- Change of Name
- Other
- License
- Nunc Pro Tunc Assignment
Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual
- General Partnership
- Limited Partnership

- Corporation
- Association

Other

Citizenship/State of Incorporation/Organization

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.)

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40.00 OP

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

TRADEMARK
REEL: 002261 FRAME: 0329

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)

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.

Marnie Wright Barnhorst, Esq.
Name of Person Signing


Signature

3.15.01
Date Signed

ASSIGNMENT OF FEDERAL INTENT-TO-USE APPLICATION

WHEREAS, Thomson Finance S.A. ("Assignor"), a Luxembourg corporation, having a place of business at Weinbergstrasse 5, CH 6300 Zug, Switzerland, intended to use the mark QRP in commerce and filed an application, now assigned Serial No. 75/784,565, with the United States Patent and Trademark Office under Section 1(b) of the Trademark Act, indicating that intention, but had not yet filed an allegation of use under Sections 1(c) or 1(d) of the Trademark Act, and

WHEREAS, Mitchell International, Inc. ("Assignee"), a Delaware corporation, having a place of business at 9889 Willow Creek Road, San Diego, Ca. 92131, was desirous of acquiring said trademark and the pending intent-to-use application therefor;

WHEREAS, Assignor and Assignee entered into an Asset Purchase Agreement dated February 10, 2000 providing for the transfer of the trademark in the aforementioned application to Assignee; and substantially all of the business or the portion thereof to which the mark pertains, as required by 15 U.S.C. Section 1060; and

WHEREAS, Assignor and Assignee desire to have a recordable document evidencing such transfer;

NOW, THEREFOR, in consideration of the foregoing recitals and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby confirms that it previously transferred to Assignee all right, title and interest in the United States in and to said trademark and said application together with all common law rights and the goodwill of the business symbolized by said trademark and registration thereof.

Signed at Zug, Switzerland, this 23rd day of February, 2001.

Thomson Finance S.A.

By _____

(Signature)
V. N. Puri DIRECTOR
(Print or type name and position - must be an officer).

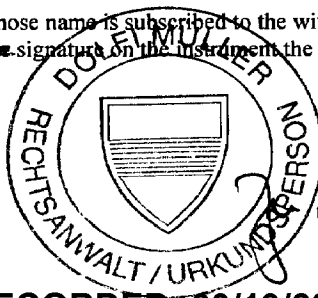
STATE OF Switzerland)
COUNTY OF Zug) ss.

On 2/23, 2001, before me, the undersigned Notary Public, personally appeared Mr. V. N. Puri

personally known to me
or
 proved to me on the basis of satisfactory evidence to be

the person whose name is subscribed to the within instrument, and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

(S E A L)



23. FEB. 2001

RECORDED: 03/19/2001

TRADEMARK
REEL: 002261 FRAME: 0331