

4-22-01

COVER SHEET REQUESTING RECORDAL OF ASSIGNMENT

05-04-2001



RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

of Patents and Trademarks: Please record the attached original documents or copy thereof.

101702370  
Name of conveying party(ies):

Online Data Services, LLC

- Individual(s)
- General Partnership
- Corporation-State of Washington
- Other Limited Liability Company
- 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: June 15, 2000

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

Diligenz, LLC

Internal Address: Attn: Bryan Dawson

Street Address: 4629 - 168th Street SW, Suite E

City: Lynnwood State: WA Zip: 98057 APR 23 2001

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporate-State Washington
- Other: Limited Liability Company

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)  
75/815730  
75/815702

B. Trademark Registration No.(s)

Additional numbers attached?  Yes  No

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

Name: Casey L. Jorgensen  
Internal Address: Williams, Kastner & Gibbs  
Street Address: Two Union Square, 601 Union St., Suite 4100  
City: Seattle State: WA Zip: 98101-2380

6. Total number of applications and registrations involved ..... [ 2 ]

7. Total fee (37 CFR 3.41): ..... \$65.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
(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.

Casey L. Jorgensen  
Name of Person Signing

Signature

4-20-01  
Date

Total number of pages comprising cover sheet: [ 1 ]

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

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01 FC:481 40.00 OP  
02 FC:482 25.00 OP

TRADEMARK  
REEL: 002286 FRAME: 0525

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

AMENDMENT OF A TRADEMARK APPLICATION

In re Trademark Application

Serial No.:	75/815730	)	Trademark Law
Applicant:	Online Data Services, LLC	)	Office 111
Date Filed:	October 5, 1999	)	Trademark Attorney:
Trademark:	DILIGENZ	)	Geoffrey A. Fosdick

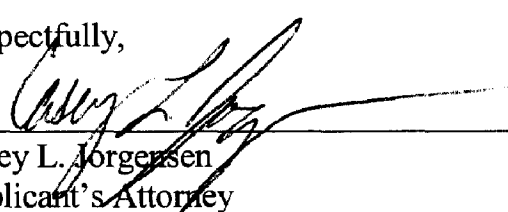
TRADEMARK ASSIGNMENT

In connection with the above-mentioned trademark application, Applicant hereby requests recordal of an assignment of said application to Diligenz, LLC, a Washington limited liability company.

City Bank, a Washington Banking corporation, succeeded to all of the assets of Applicant on June 16, 2000. City Bank then contributed all said assets into Diligenz, LLC, a Washington limited liability company. A true and correct copy of the Transfer of Capital Contribution by City Bank to Diligenz, LLC is attached hereto.

Dated: April 20, 2001.

Respectfully,

  
\_\_\_\_\_  
Casey L. Jorgensen  
Applicant's Attorney  
(206) 628-6655

TRANSFER OF CAPITAL CONTRIBUTION

THIS TRANSFER OF CAPITAL CONTRIBUTION is made and entered into this \_\_\_ day of June, 2000, between City Bank, a Washington banking corporation, (referred to as "City Bank"), and Diligenz, L.L.C., a Washington limited liability company ("Diligenz").

RECITALS

WHEREAS City Bank, as the sole member of Diligenz, L.L.C., desires to transfer to Diligenz as City Bank's initial capital contribution all of the assets in Online Data Services, L.L.C. dba Diligenz purchased by City Bank at the public sale by auction held at 10:00 a.m on June 16, 2000 (the assets are generally identified in Exhibit A attached hereto, and include the specific items identified in Exhibit B hereto, which is a hard equipment inventory list compiled on or about December 31, 1999, and which list is substantially complete except for some minor items which have been added or deleted since December 31, 1999). (The assets described in Exhibit A and listed in Exhibit B are collectively referred to herein as the "Capital Contribution.")

NOW, THEREFORE, for and in consideration of City Bank's membership interest in Diligenz, good and valuable consideration provided to by Diligenz to City Bank, the receipt and sufficiency of which are hereby acknowledged by City Bank, City Bank hereby grants, bargains, sells, assigns, transfers, conveys and delivers unto Purchaser, its successors and assigns, all of City Bank's right, title and interest in and to the Capital Contribution, subject only to the terms and conditions of the Diligenz, L.L.C. Operating Agreement.

TO HAVE AND TO HOLD the aforesaid Capital Contribution unto Diligenz, its successors and assigns forever.

DATED as of the day and year first above written.

CITY BANK, a Washington banking corporation

By: James P. Leavelle  
Its: EXECUTIVE VICE PRESIDENT

DILIGENZ, L.L.C., a Washington limited liability company

By: James P. Leavelle  
Its: EXECUTIVE VICE PRESIDENT

EXHIBIT "A"

ALL GOODS, EQUIPMENT, INVENTORY, FIXTURES, ACCOUNTS (INCLUDING ACCOUNT RECEIVABLES AND CONTRACTS RIGHTS) INSTRUMENTS, DOCUMENTS, GENERAL INTANGIBLES (INCLUDING GOODWILL, CONTRACT RIGHTS, CHOSES, TAX REFUNDS, PERMITS, LICENSES, FRANCHISES, TRADE NAMES, COPYRIGHTS, PATENTS, PROPRIETARY INFORMATION, TRADE SECRETS, INTELLECTUAL PROPERTY, AND SERVICE MARKS), FINANCIAL/INVESTMENT ASSETS AND PROPERTY (INCLUDING STOCKS, BONDS, DEPOSITS, PARTNERSHIP INTEREST, OPTIONS, AND DIVIDENDS), CHATTEL PAPER, CERTIFICATE OF DEPOSITS, AND DEPOSITS: ALL WHETHER NOW EXISTING OR ACQUIRED HEREAFTER; AND ALL ACCESSIONS, ADDITIONS, REPLACEMENTS AND SUBSTITUTIONS THEREOF OR RELATED THERETO; AND ALL RECORDS OF ANY KIND RELATING TO ANY OF THE FOREGOING; AND ALL PROCEEDS AND PRODUCTS OF THE FOREGOING, INCLUDING INSURANCE PROCEEDS, GENERAL INTANGIBLES, ACCOUNTS, ACCOUNT RECEIVABLES, CONTRACT RIGHTS, CHATTEL PAPER, AND FINANCIAL/INVESTMENT PROPERTIES.

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