

08-20-2001

EET

Docket No.:

LY



101815775

Tab settings

To the Honorable Commissioner of P.

ie attached original documents or copy thereof.

1. Name of conveying party(ies):

Insource Management Group, Inc.
1020 Holcombe
Suite 1650
Houston, TX 77030

813-01

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other

Additional names(s) of conveying party(ies) Yes No

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

Name: IMG Americas, Inc.

Internal Address: Suite 209

Street Address: 415 McFarland Road

City: Kennett Square State: PA ZIP: 19348

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

3. Nature of conveyance:

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

Execution Date: 7/31/01

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,805,516

Additional numbers Yes No

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

Name: Louis M. Heidelberger

Internal Address: Reed Smith LLP

2500 One Liberty Place

Street Address: 1650 Market Street

City: Philadelphia State: PA ZIP: 19103

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:

18-0586

08/20/2001 LMUELLER 00000057 1805516

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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.

Maryellen Feehery, Reg. No. 44,677

Name of Person Signing

Maryellen Feehery
Signature

August 9, 2001

Date

2

Total number of pages including cover sheet, attachments, and

TRADEMARK

ASSIGNMENT

This assignment ("Assignment") is entered into and effective as of the date last set forth below ("Effective Date") by and between IMG Americas, Inc., a Pennsylvania corporation, of 415 McFarland Road, Suite 209, Kennett Square, PA 19348 (hereinafter "IMG"), and Insource Management Group, Inc., a Delaware corporation, of 1020 Holcombe, Suite 1650, Houston, TX 77030 (hereinafter "Insource").

WHEREAS, Insource is the owner of the United States Trademark Registration No. 1,805,516 for IMG (the "Insource Registration") in the United States Patent and Trademark Office (hereinafter "PTO") and may have other rights, title and interest to the mark IMG (the "Insource Mark");

WHEREAS, Insource desires to assign the Insource Registration and the Insource Mark to IMG;

WHEREAS, IMG desires to acquire the Insource Registration and the Insource Mark, together with the goodwill of the business associated therewith; and

WHEREAS, the parties wish to acknowledge this assignment and make it of record in the United States Patent and Trademark Office.

NOW, THEREFORE, in consideration of the foregoing premises and for valuable consideration, the sufficiency and receipt of which are hereby acknowledged, and intending to be legally bound hereby, Insource hereby assigns, transfers and sets over unto IMG the whole and entire right, title and interest in and to the Insource Registration and the Insource Mark, together with any and all goodwill associated therewith, the Insource Mark to be held and enjoyed by IMG for its own use and on its own behalf, and to inure to the benefit of IMG, its successors and assigns, as fully and entirely as the same would have been held and enjoyed by Insource had this Assignment not been executed and such assignment, sale and transfer not been made.

IN WITNESS WHEREOF, the parties have caused this Assignment to be executed by their duly authorized representatives as of the Effective Date.

IMG AMERICAS, INC.

INSOURCE MANAGEMENT, INC.

By: John C. O'Neill
John C. O'Neill
Chief Executive Officer

By: [Signature]
Name:
Title:

Date: 7/17/01

Date: 7/31/01