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Form PTO-1594

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Tab settings

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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):
Proudfoot Consulting Company

- Individual(s)
- General Partnership
- Corporation-State
- 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: 03/27/2003

2. Name and address of receiving party(ies)

Name: Management Consulting Group PLC

Internal

Address:

Street Address: 21 New Fetter Lane

City: London State: UK Zip: EC2A 1AW

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other United Kingdom public limited 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) 76415085

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Melissa S. Dillenbeck, Esq.

Internal Address: Gardner, Carton and Douglas

Street Address: 191 N. Wacker Drive, Suite 370

City: Chicago State: IL Zip: 60606-1698

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:

DO NOT USE THIS SPACE

9. Signature.

Melissa S. Dillenbeck
Name of Person Signing

Melissa S. Dillenbeck
Signature

March 31, 2003
Date

Total number of pages including cover sheet, attachments, and document: 2

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

TRADEMARK
REEL: 002708 FRAME: 0305

UNITED STATES SERVICE MARK ASSIGNMENT

THIS ASSIGNMENT, made this 27th day of March, 2003, by and between Proudfoot Consulting Company, ("Assignor"), a corporation organized under the laws of the State of Delaware, located and doing business at 11621 Kew Gardens, Suite 200, West Palm Beach, Florida 33410, and Management Consulting Group PLC ("Assignee"), a public limited company organized under the laws of the United Kingdom, located and doing business at 21 New Fetter Lane, London, EC4A 1AW, United Kingdom.

WHEREAS, Assignor is the owner of and has adopted, used and is using the service mark MANAGEMENT CONSULTING GROUP PLC & Design for which an application is pending with the United States Patent and Trademark Office, Serial No. 76/415,085 (the "Mark"); and

WHEREAS, Assignee wishes to acquire Assignor's entire right, title and interest in and to the Mark, together with the goodwill of the business in connection with which the Mark is used;

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, grant, assign, transfer, convey and deliver to Assignee all of its right, title and interest in and to the Mark, together with the goodwill of the business in connection with which the Mark is used.

IN WITNESS WHEREOF, the Assignor has caused this assignment to be signed and executed by its duly authorized officer as of the date and year above written.

PROUDFOOT CONSULTING COMPANY

By: 

Name: F. Steven Hitchcock, Esq.
Title: Vice President & Company Secretary

Date: 3/27/03

CH01/12274488;2

RECORDED: 04/07/2003

**TRADEMARK
REEL: 002708 FRAME: 0306**