

SUBSTITUTE FORM PTO 1594
1-31-92

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
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):
Memoire Corporation

Individual(s) Association
 General Partnership Limited Partnership
 Corporation
 Other _____

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

2. Name and address of receiving party(ies):
J. Douglas McDowell
20 Leitch Avenue
Skaneateles, New York 13152

Individual(s) citizenship: United States
 Association: _____
 General Partnership: _____
 Limited Partnership: _____
 Corporation: _____
 Other: _____

3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other: _____

Execution Date: April 5, 2004

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No
 (Designation must be a separate document from Assignment)
 Additional name(s) & addresses attached? Yes No

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

A. Trademark Application No.(s): _____
 B. Trademark Reg. No.(s): 1,579,979

Additional numbers attached Yes No

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

Harriet E. Perkins, Esq.
 Drinker Biddle & Reath LLP
 One Logan Square
 18th and Cherry Streets
 Philadelphia, PA 19103-6996

Attorney Docket No. 137212 (7060-G)

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: 50-0573

DO NOT USE THIS SPACE

9. 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.

HARRIET E. PERKINS
Name of Person Signing

Harriet E. Perkins
Signature

4/15/04
Date

Total number of pages including cover sheet, attachments and document: 4

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

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

Director of the United States Patent and Trademark Office Office
Box 1450
Alexandria, VA 22313-1450

CH \$40.00 500573 1579979

ASSIGNMENT OF UNITED STATES TRADEMARK

WHEREAS, Memoire Corporation, a Rhode Island corporation, with a place of business at 1551 East Genesee Street, Skaneateles, NY 13152 (hereinafter "Assignor"), is the owner of the trademark and the United States Trademark Registration set forth on the attached Schedule A (hereinafter referred to as the "Trademark");

WHEREAS, J. Douglas McDowell, a U.S. citizen, residing at 20 Leitch Avenue, Skaneateles, NY 13152 (hereinafter "Assignee"), is desirous of acquiring all right, title and interest in and to the Trademark, together with the goodwill of the business symbolized by the Trademark and the registration thereof set forth on the attached Schedule A; and

WHEREAS, it is desired that the assignment of the Trademark listed on the attached Schedule A be made a matter of record in the United States Trademark Office,

NOW, THEREFORE, for good and valuable consideration, the full receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, Assignor hereby sells, assigns, transfers and conveys unto Assignee all of its right, title and interest in and to the Trademark set forth on the attached Schedule A, including any choses in action relating to said Trademark, claims for damages, profits and costs, both in equity and law, for any infringement or infringements of said Trademark rights accruing on or before the date of this Assignment, together with the goodwill of the business symbolized by the Trademark, and including the registration thereof as set forth on the attached Schedule A, and further, Assignor hereby covenants, agrees and undertakes to execute all applications, assignments, lawful oaths and any other papers which Assignee may deem necessary or desirable for securing to Assignee

or for maintaining for Assignee the Trademark hereby assigned, all without further compensation to Assignor.

MEMOIRE CORPORATION

By: Curtis A. Ley
CURTIS A. LEY
Chairman

STATE OF NEW YORK
COUNTY OF ONONDAGA

:
:
: ss
:

BEFORE ME, the undersigned Notary Public, on this 5th day of April, 2004, personally appeared Curtis A. Ley, personally known to me (or proven to me on the basis of satisfactory evidence) to be the person who executed the foregoing instrument as Chairman of Memoire Corporation, the corporation therein named, and acknowledged to me that the instrument was signed on behalf of said corporation pursuant to appropriate authority for the purposes therein set forth and intending that this instrument be recorded.

[SEAL]

D. K. K...
Notary Public in and for
the State of New York ONONDAGA
My Commission Expires 08/18/2006

DIKE 4862711
Printed or stamped name of notary

SCHEDULE A

REGISTRATION NO.

MARK

REGISTRATION DATE

1,579,979

MILESTONES

January 30, 1990