

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Proudfoot Consulting Company		05/02/2005	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Parson Consulting LLC		
<b>Street Address:</b>	333 W. Wacker Ave.		
<b>City:</b>	Chicago		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60606		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Serial Number:	76523696	PRO ACT	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(312)569-3467		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	312-569-1467		
<b>Email:</b>	IPDOCKET@gcd.com		
<b>Correspondent Name:</b>	Gardner Carton & Douglas LLP		
<b>Address Line 1:</b>	191 N. Wacker Drive, Suite 3700		
<b>Address Line 2:</b>	Attn: Tina D. Kourasis, Esq.		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60606		
<b>NAME OF SUBMITTER:</b>	Tina D. Kourasis		
<b>Signature:</b>	/Tina D. Kourasis/		
<b>Date:</b>	05/16/2005		

CH \$40.00 76523696

Total Attachments: 1

**900024699**

**TRADEMARK  
 REEL: 003085 FRAME: 0109**



**UNITED STATES TRADEMARK ASSIGNMENT**

THIS ASSIGNMENT, effective this 2<sup>nd</sup> day of May 2005, by and between

Proudfoot Consulting Company ("Assignor"), a Delaware corporation, located at 11621 Kew Gardens Avenue, Suite 200, Palm Beach Gardens, Florida 33410, and Parson Consulting LLC ("Assignee"), a Delaware limited liability company, located and doing business at 333 W. Wacker Ave., Chicago, Illinois 60606.

WHEREAS, Assignor is the owner of and has adopted, used and is using the trademark PRO ACT and Design, and has filed an application to register the mark (Application No. 76/523,696) with the U.S. Patent & Trademark Office (hereinafter referred to as "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 of the date and year above written.

PROUDFOOT CONSULTING COMPANY

By: 

Name: F. Steven Hitchcock

Title: Vice President and Company Secretary

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