

Form PTO-1594 (Rev. 03/05)
OMB Collection 0651-0027 (exp. 6/30/2005)

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Britanna, Inc., d/b/a Imagine Solutions

- Individual(s)
- General Partnership
- Corporation- State: Texas
- Other
- Association
- Limited Partnership

Citizenship (see guidelines)

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) March 7, 2005

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Imagine Solutions, L.P.

Internal

Address:

Street Address: 1501 LBJ Freeway, Suite 790

City: Dallas

State: Texas

Country: United States Zip: 75234

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other

Citizenship Texas
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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)
76/597,400

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: David W. Carstens

Internal Address: Carstens & Cahoon, LLP

PO Box 802334

Street Address:

City: Dallas

State: Texas

Zip: 75380

Phone Number: (972) 367-2001

Fax Number: (972) 367-2002

Email Address: carstens@cdlaw.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 50-0392

Authorized User Name David W. Carstens

9. Signature:

Signature

April 13, 2005

Date

David W. Carstens

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 3

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$40.00 600392 76697400

Docket No. AIMAG.0104
Serial No. 76/597,400

Trademark

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicant: Britanna, Inc. d/b/a Imagine Solutions
Serial No.: 76/597,400
Mark: IMAGINE SOLUTIONS
Filing Date: June 16, 2004
Attorney Docket No.: AIMAG.0104

TRADEMARK ASSIGNMENT

This Trademark Assignment is made the 7th day of March, 2005, by Britanna, Inc. d/b/a Imagine Solutions, a Texas corporation, ("Assignor") and Imagine Solutions, L.P., a Texas limited partnership, ("Assignee").

WHEREAS, Assignor has used and is the owner of the trademark "IMAGINE SOLUTIONS," together with common law rights therein (hereinafter, the "Trademark"); and

WHEREAS, the Trademark is the subject of U.S Serial No.76/597,400; and

WHEREAS, Assignor has agreed to assign to Assignee all rights of Assignor in the Trademark, including all property, right, title and interest in and to the Trademark, and the goodwill associated therewith;

NOW THIS DEED WITNESSETH AS FOLLOWS:

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns and conveys to Assignee all Assignor's rights in the Trademark, including all property, right, title, and interest in and to the Trademark, and the registrations and applications for registration described herein, the common law rights therein, the goodwill associated with the business in which the Trademark is used, and the right to recover for past infringements thereof; and to collect any royalty thereof; to hold the same unto Assignee absolutely.

Docket No. AIMAG.0104
Serial No. 76/397,400

Trademark

IN WITNESS WHEREOF, Assignor has executed this Assignment on the date and year first written above.

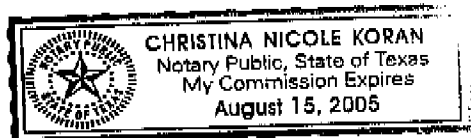
BRITANNA, INC.
d/b/a Imagine Solutions

By: *Rick W. Smith*
Rick Smith
President

STATE OF TEXAS

BEFORE ME, on this day, personally appeared Rick Smith in his capacity as President of Britanna, Inc. d/b/a Imagine Solutions, and known by me to be the person whose name is subscribed to the foregoing instrument, and acknowledged that he executed the same for the purposes and consideration therein expressed.

Subscribed to and sworn to before me this 7 day of March 2005.



Christina Nicole Koran
Notary Public in and for the
State of Texas

Printed Name: Christina Nicole Koran
My Commission Expires: 8-15-2005