

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

Tab settings

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

1. Name of conveying party(ies): Qualia Acquisition Corp. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [x] Corporation-State [] Other Additional name(s) of conveying party(ies) attached? [] Yes [] No

2. Name and address of receiving party(ies) Name: iCAD, inc. Internal Address: Street Address: 4 Townsend West Street City: Nashua State: NH Zip: 03063 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [x] Corporation-State New Hampshire [] Other 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

3. Nature of conveyance: [x] Assignment [] Merger [] Security Agreement [] Change of Name [] Other Execution Date: May 11, 2004

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 78/149,704, 78/277,433, 78/331,558, 78/287,507 B. Trademark Registration No.(s) 2804466, 2353996 2804465, 2802056, 2802055, 2383616 Additional number(s) attached [x] Yes [] No

B. Trademark Registration No.(s) 2804466, 2353996 2804465, 2802056, 2802055, 2383616

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Todd E. Stockwell Internal Address: Street Address: 861 Corporate Drive, Suite 201 City: Lexington State: KY Zip: 40503

6. Total number of applications and registrations involved: 16 7. Total fee (37 CFR 3.41) \$ 415.00 [] Enclosed [x] Authorized to be charged to deposit account 8. Deposit account number: 19-4430

DO NOT USE THIS SPACE

9. Signature: Todd E. Stockwell Name of Person Signing [Signature] Signature May 21, 2004 Date Total number of pages including cover sheet, attachments, and document: 4

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

CH \$415.00 194430 78149704

Trademark - Recordation
Form Cover Sheet
Additional Page

78/229,829

76/550,977

76/550,978

76/550,976

76/295,194

75/199,410

ASSIGNMENT

This Assignment, dated as of May 11, 2004, from **Qualia Acquisition Corp.**, a corporation of the state of Delaware, having its main office at 4 Townsend West Street, Nashua, New Hampshire 03063 (the "Assignor"), to **iCAD, inc.**, a corporation of the state of Delaware, having its main office at 4 Townsend West Street, Nashua, New Hampshire 03063 (the "Assignee");

WHEREAS, Assignor is the owner of the following marks:

Trademark	Registration No.	Serial No.
QUALIA INSIGHT	2827716	78/149,704
FIRST LOOK		78/277,433
ICADX		78/331,558
CONTINUUM CAD		78/287,507
CADV		78/229,829
DETECTION DIAGNOSIS		76/550,977
TREATMENT		
CADX SYSTEMS	2804466	76/487,034
CADX SYSTEMS	2804465	76/487,034
CADX	2802056	76/487,035
SECOND LOOK	2802055	76/487,032
WE NEVER STOP		76/550,978
LOOKING		
DETECTION DIAGNOSIS		76/550,976
TREATMENT		
QUALIA INSIDE		76/295,194
QCI	2383616	75/351,782
SECOND LOOK	2353996	75/351,604
QUALIA		75/199,410

WHEREAS, Assignor has not abandoned the Trademark and has otherwise maintained the validity of the Trademark registration;

WHEREAS, Assignee is desirous of acquiring the rights in the Trademark, and all residual rights in the registration thereof; and

WHEREAS, the Trademark has been previously transferred from Assignor to Assignee in a separate prior transaction, and Assignee has proceeded to use the Trademark in commerce and continues to use the Trademark in commerce.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, Assignor does hereby formally assign and transfer unto Assignee and its successors and assigns forever, all right, title and

interest in and to the Trademark, together with the business and goodwill connected therewith and as symbolized by the Trademark.

ASSIGNOR:

Qualia Acquisition Corp.:



By: W. SCOTT PARR

Title: PRESIDENT

STATE OF OHIO)
) SS:
COUNTY OF GREENE)

The foregoing instrument was acknowledged before me this 11th day of MAY, 2004, by W. SCOTT PARR, President of Qualia Acquisition, Corp., a Delaware corporation, on behalf of the corporation.


NOTARY PUBLIC
My commission expires: JAN 28, 2009

MARTIN P. DESIMIO
NOTARY PUBLIC-STATE OF OHIO
My Commission Expires
January 28, 2009