

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
NGM TEC, Inc.		12/31/2006	CORPORATION: NEW JERSEY

RECEIVING PARTY DATA

Name:	VoiceVerified, Inc.
Street Address:	110 Union Square Drive
City:	New Hope
State/Country:	PENNSYLVANIA
Postal Code:	18938
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	3224379	"V
Registration Number:	3148731	IT SPEAKS FOR ITSELF
Registration Number:	3148679	VOICELOCK
Registration Number:	3148616	DYNAMIC VOICE CHALLENGE
Registration Number:	3192333	POINT SERVICE PROVIDER
Registration Number:	3128263	VOICEVERIFIED
Registration Number:	2986679	BYVOICE
Serial Number:	77069351	VOICEMARK
Serial Number:	77058450	SOUNDACCESS
Serial Number:	78694540	VOICEVERIFIED. IT HAD TO BE YOU!
Serial Number:	78712546	POINT SERVICE PLATFORM

CORRESPONDENCE DATA

Fax Number: (212)515-6960

900076418

**TRADEMARK
 REEL: 003538 FRAME: 0582**

CH \$290.00 3224379

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 212-326-0249
Email: mshine@pryorcashman.com
Correspondent Name: Barry E. Negrin
Address Line 1: 410 Park Ave., 10th Floor
Address Line 4: New York, NEW YORK 10022

NAME OF SUBMITTER:	Barry E. Negrin
Signature:	/Barry E. Negrin/
Date:	05/09/2007

Total Attachments: 3
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TRADEMARK ASSIGNMENT

This Assignment (hereinafter the "Assignment") is made and entered into effective as of December 31, 2006 (hereinafter the "Effective Date") by and between NGM TEC, Inc. (hereinafter "NGM"), a corporation organized and existing under the laws of the State of New Jersey, with an office at 110 Union Square Drive, New Hope, PA 18938, on the one hand, and VoiceVerified, Inc. (hereinafter "VoiceVerified"), a corporation organized and existing under the laws of the State of Delaware, with an office at 110 Union Square Drive, New Hope, PA 18938, on the other hand.


WHEREAS, NGM owns *inter alia* several trademark applications and registrations (hereinafter collectively referred to as the "References") for a number of marks (hereinafter collectively referred to as the 'Marks') in the United States (the Marks and References are hereinafter collectively referred to as the "Property") as set forth in Schedule A attached hereto; and

WHEREAS, VoiceVerified wishes to acquire from NGM all right, title and interest in, to and under the Property.


NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, NGM hereby assigns, transfers, and conveys to VoiceVerified, its successors, assigns, and legal representatives forever, NGM's entire right, title, and interest in and to such Property throughout the world in perpetuity, together with the goodwill associated therewith and that part of the NGM's business connected with the use thereof and symbolized thereby, and any and all of NGM's other rights, privileges and priorities provided under the United States, state or

foreign law with respect to the Property including without limitation NGM's common law rights and rights under the laws of unfair competition (hereinafter the "Transferred Rights") and any and all of NGM's rights to obtain renewals, reissues, and extensions for such Property upon registration of such Marks or other legal protections pertaining to the Transferred Rights.

NGM TEC, Inc.

By: 
Name: Paul R. Tynndall
Title: Chief Counsel

Voice Verified, Inc.

By: 
Name: Paul R. Tynndall
Title: Chief Counsel

SCHEDULE AUnited States

	Serial Number	Reg. Number	Word Mark	Check Status	Live/Dead
1	78742818	3224379	"V	TARR	LIVE
2	78749452	3148731	IT SPEAKS FOR ITSELF	TARR	LIVE
3	78745486	3148679	VOICELock	TARR	LIVE
4	78742729	3148616	DYNAMIC VOICE CHALLENGE	TARR	LIVE
5	78737131	3192333	POINT SERVICE PROVIDER	TARR	LIVE
6	78712546		POINT SERVICE PLATFORM	TARR	LIVE
7	78690645	3128263	VOICEVERIFIED	TARR	LIVE
8	78694540		VOICEVERIFIED. IT HAD TO BE YOU!	TARR	DEAD
9	78417296	2986679	BYVOICE	TARR	LIVE
10	77069351		VOICEMARK	TARR	LIVE
11	77058450		SOUNDACCESS	TARR	LIVE