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HEET

U.S. DEPARTMENT OF COMMERCE

LY

Patent and Trademark Office

attached original documents or copy thereof.

To the Honorable Commissioner o.

1. Name of conveying party(ies):

Bolo Systems, Inc.

9-4-07

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State of Colorado
- Other \_\_\_\_\_

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

3. Nature of conveyance:

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

Execution Date: August 10, 2007

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

A. Trademark Application No.(s)

78/749,923      78/788,600

2. Name and address of receiving party(ies):

Name: WellPoint Systems (1), Inc.

Internal Address: 500-4<sup>th</sup> Avenue, SW, Suite 2000

Street Address: Altius Centre

City: Calgary State: AB ZIP: T2P 2V6

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State of Delaware \_\_\_\_\_
- 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) and address(es) attached? Yes  No

Additional Numbers attached?  Yes  No

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

Name: Thomas E. Popek

Hodgson Russ LLP

Internal Address: The Guaranty Building

Street Address: 140 Pearl Street, Suite 100

City: Buffalo State: NY ZIP: 14202-4040

6. Total number of applications and registrations involved: / 2 /

7. Total fee (37 CFR 3.41)..... \$80.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 08-2442

(Attach duplicate copy of this page if paying by deposit account)

09/05/2007 DBYRNE 00000080 78749923

01 FC:8521 40.00 OP  
02 FC:8522 25.00 OP

DO NOT USE THIS SPACE

9. Statement and signature

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.

Thomas E. Popek  
Name of Person Signing

Signature

August 31, 2007  
Date

Total number of pages including cover sheet, attachments and document: 6

Mail documents to be recorded with required cover sheet information to:  
Mail Stop Assignment Recordation Services, Director of the U.S. Patent and Trademark Office  
P.O. Box 1450, Alexandria, VA 22313-1450

Refund of: DBYRNE 00000080914  
09/05/2007 \$15.00  
CHECK Refund Total:

**SCHEDULE A**

**MARKS**

<b>Trademark Description</b>	<b>Application No.</b>	<b>Filing Date</b>
Bolo Systems	78749923 / USPTO	November 8, 2005
GWiz Systems	78788600 / USPTO	January 10, 2006

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**BOLO SYSTEMS, INC.**

**TRADEMARK ASSIGNMENT**

**WHEREAS**, Bolo Systems, Inc., a Colorado corporation ("**Assignor**"), is the owner of the trademark applications and registrations listed on **Schedule A** hereto (the "**Marks**");

**WHEREAS**, WellPoint Systems (1), Inc., a Delaware corporation ("**Assignee**"), has acquired all right, title and interest in and to the Marks pursuant to an Acquisition Agreement (the "**Acquisition Agreement**") dated as of the date hereof;

**WHEREAS**, Assignor desires to assign and transfer all of its right, title and interest in and to the Marks and the goodwill of the business symbolized thereby to Assignee;

**WHEREAS**, Assignee desires to accept such assignment; and

**WHEREAS**, the parties are effecting said assignment and transfer of all right, title and interest in and to the Marks and the goodwill of the business symbolized thereby.

**NOW, THEREFORE**, for the consideration recited above and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor has assigned and hereby assigns, transfers and sets over to Assignee, Assignor's entire right, title, and interest in and to the Marks, and the goodwill of the business symbolized by the Marks, the same to be held and enjoyed by Assignee, its successors, assigns and other legal representatives (the "**Assignment**");

**AND** Assignor further assigns to Assignee all of Assignor's rights to sue for and receive all damages accruing from past, present and future infringements of the Marks;

**AND** Assignee hereby accepts the Assignment;

**AND** Assignor further agrees to execute all instruments and documents and take all actions as may be required to effectuate the Assignment;

**AND** this Assignment shall be binding upon the parties, their successors and/or assigns and all others acting by, through, with or under their direction, and all those in privity therewith;

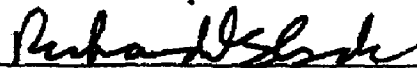
**AND** the Marks being assigned pursuant to this Assignment are subject to the terms and conditions of the Acquisition Agreement. Notwithstanding anything to the contrary set forth herein, if there is any conflict between the terms and conditions of this Assignment and the terms and conditions of the Acquisition Agreement, the terms and conditions of the Acquisition Agreement shall control;

**AND** except to the extent that federal law preempts state law with respect to the matters covered hereby, this Assignment shall be construed in accordance with and governed by the internal laws of the State of Colorado without giving effect to any choice of law rule or principle that would cause the application of the laws of any jurisdiction other than the internal laws of the State of Colorado to the rights and duties of the Parties.

**[Remainder of Page Intentionally Left Blank]**

IN WITNESS WHEREOF, the parties hereto have duly executed this Assignment as of  
this 10th day of August, 2007.

**BOLO SYSTEMS, INC.**

By:   
Richard D. Slack,  
President and Chief Executive Officer

**WELLPOINT SYSTEMS (1), INC.**

By: \_\_\_\_\_  
Name:  
Title:

TRADEMARK ASSIGNMENT  
SIGNATURE PAGE

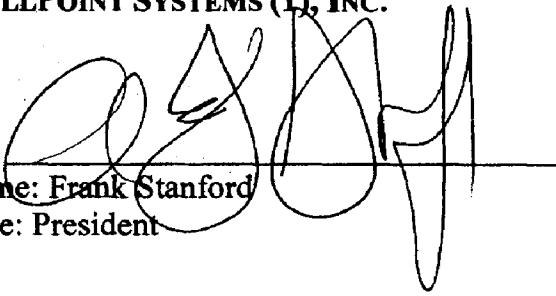
IN WITNESS WHEREOF, the parties hereto have duly executed this Assignment as of  
this 10th day of August, 2007.

**BOLO SYSTEMS, INC.**

By: \_\_\_\_\_  
Richard D. Slack,  
President and Chief Executive Officer

**WELLPOINT SYSTEMS (1), INC.**

By: \_\_\_\_\_  
Name: Frank Stanford  
Title: President



TRADEMARK ASSIGNMENT  
SIGNATURE PAGE

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RECORDED: 09/04/2007

TRADEMARK  
REEL: 003616 FRAME: 0617