

07-30-2002

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TRADEMARK

FORM PTO 1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

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U.S. DEPARTMENT OF
COMMERCE
Patent and Trademark Office

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

1. Name of conveying party(ies): Priority Management Systems (Canada), Inc.

- Individual(s)
 - General Partnership
 - Corporation (Canadian)
 - Other
- Additional name(s) of conveying party(ies) attached? Yes No

06-27-02

2. Name and address of receiving party(ies)

Name: Priority Management International, Inc.
 Internal Address: _____
 Street Address: 13200 Delf Place, Suite 180
 City: Richmond, BC State: Canada ZIP: V6V 2A2

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation (Canadian)
- 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:

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

Execution Date: June 18, 2002

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,228,318; 1,566,799; 2,209,176; 1,452,075; 1,335,493

Additional numbers attached? Yes No

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

Name: Gary R. Duvall
 Internal Address: Dorsey & Whitney LLP
 Street Address: 1420 Fifth Avenue, Suite 3400
 City: Seattle State: WA ZIP: 98101

6. Total Number of applications and registrations involved: 5

- 7. Total fee (37 CFR 3.41). \$140.00
- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 50-1266
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Signature.

Gary R. Duvall Gary R. Duvall June 25, 2002
 Name of person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 1

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

07/29/2002 00000044 2228318

01 FC:401 40.00 DP
02 FC:482 100.00 DP

TRADEMARK
REEL: 002551 FRAME: 0479

TRADEMARK

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Assignee: Priority Management International, Inc.

Address: 13200 Delf Place, Suite 180
Richmond, British Columbia V6V 2A2
Canada

Registration No.: 2,228,318

Mark: PRIORITY (stylized design)

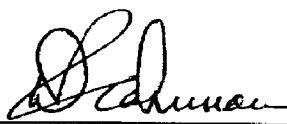
DESIGNATION OF DOMESTIC REPRESENTATIVE

Pursuant to C.F.R. Sec. 3.61, Priority Management International, Inc. hereby designates the following as Domestic Representative upon whom notice or process in proceedings may be served regarding U.S. registration 2,228,318 referenced in the Assignment dated June 18, 2002:

Name: Gary R. Duvall
c/o Dorsey & Whitney LLP
Address: 1420 Fifth Avenue, Suite 3400
Seattle, Washington 98101-2390
Telephone: (206) 903-8800
Facsimile: (206) 903-8820
Email: duvall.gary@dorseyllp.com

Date: June 18, 2002

PRIORITY MANAGEMENT INTERNATIONAL,
INC.

By: 

Dennis Lohrman

Title: Vice President, Finance

ASSIGNMENT OF U.S. TRADEMARKS AND REGISTRATIONS THEREFOR


WHEREAS, Priority Management Systems (Canada), Inc., a Canadian corporation, of 13200 Delf Place, Suite 180, Richmond, British Columbia V6V 2A2, CANADA (hereinafter the "Assignor"), has adopted, used and is using the marks listed in the attached Schedule A; and

WHEREAS, Priority Management International, Inc., a Canadian corporation, 13200 Delf Place, Suite 180, Richmond, British Columbia V6V 2A2, CANADA (hereinafter the "Assignee"), is desirous of acquiring said marks and the registrations therefor;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby sell, assign and transfer unto Assignee its entire right, title to and interest in said marks and the registrations therefor, together with the goodwill of the business symbolized by the mark.

Priority Management Systems (Canada), Inc.

Dated: June 18, 2002

By: 
Dennis Lohrman, Vice President, Finance

SCHEDULE A
U.S. TRADEMARK REGISTRATIONS
PRIORITY MANAGEMENT SYSTEMS (CANADA), Inc.

Mark	Our Reference No.	Registration No.	Registration Date
PRIORITY (Stylized) and Design	900745	2228318	03/02/99
PRIORITY MANAGEMENT and Design	900746	1566799	11/21/89
PRIORITY MANAGER (Stylized) and Design	900747	2209176	12/08/98
TIME:TEXT	900748	1452075	08/11/87
PROFILE	900749	1335493	05/14/85