

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)

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):

TRIPLE NET INVESTMENTS, LTD. AS
SUCCESSOR TO
WHALE INVESTMENTS, LTD.

- Individual(s)
- General Partnership
- Corporation- State: _____
- 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) AUGUST 22, 2005

- Assignment
- Security Agreement
- Other RELEASE OF SECURITY AGREEMENT
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: PARK CITY GROUP, INC.

Internal Address: EDWARD CLISSOLD

Street Address: PO Box 5000

City: PARK CITY

State: UT

Country: USA Zip: 84060

- Association
- General Partnership
- Limited Partnership
- Corporation
- 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)

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

A. Trademark Application No.(s)

SEE ATTACHED

B. Trademark Registration No.(s)

SEE ATTACHED

Additional sheet(s) attached? Yes No

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

SEE ATTACHED

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

Name: PARK CITY GROUP, INC.

Internal Address: EDWARD CLISSOLD

Street Address: PO Box 5000
333 MAIN ST STE 300

City: PARK CITY

State: UT Zip: 84060

Phone Number: 435 645 2062

Fax Number: 435 645 2060

Email Address: ECLISSOLD@PARKCITYGROUP.COM

6. Total number of applications and registrations involved:

9

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 240-

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

8. Payment Information:

a. Credit Card Last 4 Numbers 0311
Expiration Date 06/07

b. Deposit Account Number _____
Authorized User Name _____

9. Signature: E L Clissold

Signature

10-31-05

Date

EDWARD L CLISSOLD

Name of Person Signing


Total number of pages including cover sheet, attachments, and document: 7


Documents to be recorded (including cover sheet) should be faxed to (671) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22304-1450

TRADEMARK

OP \$240.00 1550022

Trademarks

REG. NO.	REG. NO.	REG. NO.	MARK	FILED	REG. DATE	STATUS	STATUS
	73770007 (MFI)	1550022	FORMMAIL	12-19-88	Reg. 8-1-89	PRINCIPAL	LIVE
	73770008 (MFI)	1550023	ROI	12-19-88	Reg. 8-1-89	PRINCIPAL	LIVE
	74392139	1996245	PARK CITY GROUP	5-19-93	Reg. 8-20-96	SUPPLEMENTAL	LIVE
3254.3.1	74400132	1941453	 PAPERLESS	6-9-93	Reg. 12-12-95	PRINCIPAL	LIVE

REG. NO.	REG. NO.	REG. NO.	MARK	FILED	REG. DATE	STATUS	STATUS
			MANAGEMENT AND DESIGN				
	74401618	2012174		6-14-93	Reg. 10-29-96	PRINCIPAL	LIVE
3254.3.2	74559258	1952025	PAPERLESS MANAGEMENT	8-9-94	Reg. 1-23-96	SUPPLEMENTAL	LIVE
	74590333	2030761	ACTIONBOARD	10-25-94	Reg. 1-14-97	PRINCIPAL	LIVE
	75125556	2247985	ACTION GATEKEEPER	6-26-96	Reg. 5-25-99	PRINCIPAL	LIVE

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ASSIGNMENT

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which is hereby acknowledged, WHALE INVESTMENTS, LTD., a Turks and Caicos company ("Assignor"), hereby sells, assigns, transfers, sets-over and conveys, without recourse, unto TRIPLE NET INVESTMENTS, LTD., a Turks and Caicos company ("Assignee"), all of Assignor's right, title and interest in, to and under that certain Commercial Loan Agreement, dated as of December 17, 2002, executed by Park City Group, Inc., a Nevada corporation, and Park City Group, Inc., a Delaware corporation, jointly and severally as Borrower, and Randall K. Fields, an individual ("Fields"), William D. Dunlavy, an individual ("Dunlavy"), and Riverview Financial Corp., a California corporation ("Riverview"), collectively, as Guarantor, for the benefit of Assignor (the "Loan Agreement"), TOGETHER WITH the other Loan Documents (as defined in the Loan Agreement), including, without limitation, that certain Promissory Note, dated December 17, 2003, in the original principal amount of \$2,000,000, made by Borrower in favor of Assignor, and the Security Agreement, Stock Pledge Agreement, Additional Stock Pledge Agreement, and the Guaranties of Fields, Dunlavy, and Riverview, all of even date.

Assignee hereby accepts the foregoing assignment and agrees to perform and discharge any and all duties and obligations of Assignor under the Loan Agreement and the other Loan Documents.

Dated: June 20, 2004.

Assignor:

WHALE INVESTMENTS, LTD., a Turks
and Caicos company

By 
Jules Fleischer, President

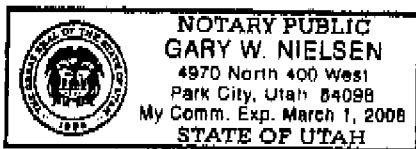
Assignee:

TRIPLE NET INVESTMENTS, LTD.,
a Turks and Caicos company

By 
Jules Fleischer, President

STATE OF UTAH)
 : SS.
SUMMIT COUNTY)

On the 2nd day of July, 2004, personally appeared before me JULES FLEISCHER, whose identity is personally known to me (or proved to me on the basis of satisfactory evidence) and who by me duly sworn, did say that he is the President of WHALE INVESTMENTS, LTD., a Turks and Caicos company, and that the foregoing instrument was signed by him on behalf of said corporation by authority of its Bylaws or a resolution of its Board of Directors and said JULES FLEISCHER acknowledged to me that said corporation executed the foregoing instrument.

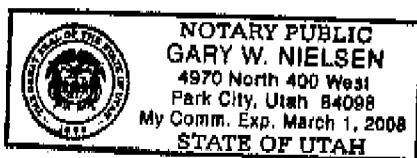


[Handwritten Signature]

Notary Public

STATE OF UTAH)
 : SS.
SUMMIT COUNTY)

On the 2nd day of July, 2004, personally appeared before me JULES FLEISCHER, whose identity is personally known to me (or proved to me on the basis of satisfactory evidence) and who by me duly sworn, did say that he is the President of TRIPLE NET INVESTMENTS, LTD., a Turks and Caicos company, and that the foregoing instrument was signed by him on behalf of said corporation by authority of its Bylaws or a resolution of its Board of Directors and said JULES FLEISCHER acknowledged to me that said corporation executed the foregoing instrument.



[Handwritten Signature]

Notary Public