

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	01/30/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Rocky Mountain Valuation Specialists, LLC		02/22/2008	LIMITED LIABILITY COMPANY: COLORADO

RECEIVING PARTY DATA

Name:	ValueScape, LLC
Street Address:	12265 W Bayaud Avenue, Suite 300
City:	Lakewood
State/Country:	COLORADO
Postal Code:	80228
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Serial Number:	78406796	VALUATION NAVIGATOR
Serial Number:	77008023	IVM
Registration Number:	2998849	VALX

CORRESPONDENCE DATA

Fax Number: (303)292-4510
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 303 292 2900
 Email: charles.luce@moyewwhite.com
 Correspondent Name: Charles F. Luce, Jr.
 Address Line 1: 1400 16th Street
 Address Line 2: 16 Market Square, 6th Floor
 Address Line 4: Denver, COLORADO 80202-1486

NAME OF SUBMITTER:	Charles F. Luce, Jr.
--------------------	----------------------

OP \$90.00 78406796

Signature:

/Charles F. Luce, Jr./

Date:

03/05/2008

Total Attachments: 3

source=TM and Copyright Assignment RMVS to VS#page1.tif

source=TM and Copyright Assignment RMVS to VS#page2.tif

source=TM and Copyright Assignment RMVS to VS#page3.tif

TRADEMARK AND COPYRIGHT ASSIGNMENT

THIS TRADEMARK AND COPYRIGHT ASSIGNMENT ("Assignment") is dated as of January 30, 2008 by Rocky Mountain Valuation Specialists, LLC, a Colorado limited liability company ("RMVS") in favor of ValueScape, LLC, a Delaware limited liability company ("ValueScape"), with its principal place of business also at 12265 West Bayaud Avenue, Suite 300, Lakewood, Colorado 80228 (ValueScape and together with RMVS, the "Parties," and each individually a "Party").

WHEREAS, in furtherance of a certain Asset Contribution Agreement, dated as of January 30, 2008 (the "Agreement") by and among, *inter alia*, RMVS and ValueScape, RMVS has agreed to assign to ValueScape all of RMVS' right, title and interest to the trademarks (the "Trademarks") set forth in Exhibit A hereto, and all registrations and applications for registration related to the Trademarks, together with the goodwill associated therewith, and to assign all of its copyrights (the "Copyrights").

WHEREAS, ValueScape now desires RMVS to execute and deliver to ValueScape this Assignment required to effect the assignment of the Trademarks and Copyrights, and all registrations and applications therefor, in accordance with the Agreement.

NOW THEREFORE, in consideration of the payment of \$10 and good and valuable consideration, the receipt, adequacy and sufficiency of which are hereby acknowledged:

1. RMVS hereby sells, transfers, conveys, assigns, and sets over unto ValueScape, its successors and assigns, RMVS' entire right, title and interest in and to the Trademarks, including, without limitation, all of RMVS' registrations and applications therefor and RMVS' right to apply for and register the Trademarks, in the United States of America and all foreign jurisdictions, together with the goodwill associated with and symbolized by the Trademarks, all common law and statutory rights related to the Trademarks, all rights of renewal and extension, and the right to recover for damages and profits for past infringements thereof by third parties, reserving nothing to RMVS.

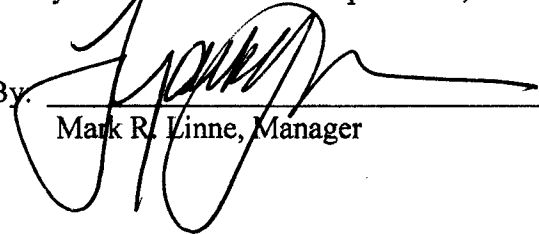
2. RMVS hereby sells, transfers, conveys, assigns, and sets over unto ValueScape, its successors and assigns, RMVS' entire right, title and interest in and to the Copyrights, including, without limitation, all of RMVS' right to reproduce, publicly distribute, display and perform all works in which the Copyrights subsist, to create derivative works based thereon, to

obtain any copyright registrations for or in any such derivative works or any part thereof, and to renew, extend and/or terminate the same in ValueScope' sole discretion and at ValueScope' sole expense.

3. RMVS shall, upon request by ValueScope, execute, acknowledge and deliver such documents as may be reasonably necessary to convey and assign to ValueScope all of RMVS' right, title, and interest in and to the Trademarks and the applications and registrations therefor consistent with this Assignment.

IN WITNESS WHEREOF, RMVS has executed this Assignment.

Rocky Mountain Valuation Specialists, LLC

By: 
 Mark R. Linne, Manager

State of Colorado)
) ss.
 County of Jefferson)

Before me, a Notary Public within and for said County, personally appeared Mark Linne the person described in and who executed the foregoing instrument and acknowledged that he executed the same as his free act and deed on this 22nd day of February 2008.



 Notary Public
 My commission expires: 3/22/09



EXHIBIT A

Trademark Registrations and Applications

Mark	Reg. No. (App. No.)	Reg. Date (App.Date)	Status
VALUATION NAVIGATOR	(78406796)	(04/22/2004)	Pending; intent-to-use
VALX	2998849	09/20/2005	Registered
IVM	(77008023)	(09/26/2006)	Pending; intent-to-use