

11-19-2003



Form **PTO-1595**
(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)

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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

102604286

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

1. Name of conveying party(ies): 11-1703
First American Credit Management Solutions, Inc.

2. Name and address of receiving party(ies)
Name: Credit Online, Inc.

Internal Address: _____

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Street Address: 135 National Business Parkway

City: Annapolis Junction State: MD Zip: 20701

Execution Date: 11/4/03

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):
If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s) _____

B. Patent No.(s) 6,208,979

Additional numbers attached? Yes No

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

Name: Patrice A. King, Esq.

Internal Address: Goodwin Procter, LLP

Street Address: 103 Eisenhower Parkway

City: Roseland State: NJ Zip: 07068

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

06-0923

DO NOT USE THIS SPACE

9. Signature
MUELLER 00000059 060923 6208979

Patrice A. King (Reg. No. 44833)
Name of Person Signing

November 12, 2003
Date

Total number of pages including cover sheet, attachments, and documents: 9

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

OFFICE OF PATENT RECORDS
NOV 17 AM 11:19
FINANCE SECTION

11/19/2003
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AMENDMENT THE PATENT ASSIGNMENT

THIS AMENDMENT TO THE PATENT ASSIGNMENT ("Amendment") is made by and between First American Credit Management Solutions, Inc., a Delaware corporation, with its principal place of business located at 135 National Business Parkway, Annapolis Junction, MD 20701 and Credit Online, Inc., a Delaware corporation, with its principal place of business located at 135 National Business Parkway, Annapolis Junction, MD 20701.

WHEREAS, First American Credit Management Solutions, Inc. ("Assignor" and "CMSI") signed a patent assignment dated March 19, 2003 (the "Assignment") in which CMSI assigned the rights in certain issued patents and pending patent applications to Credit Online, Inc. ("Assignee"); and

WHEREAS, the Assignor and Assignee now wish to clarify and correct an error in the Assignment as detailed in this Amendment as follow:

United States Patent # 6,208,979 with an issue date of 3/27/01 should have been listed in EXHIBIT A as an issued patent, rather than in EXHIBIT B and it is deemed between the Assignor and the Assignee as though it had been so listed *ab initio*.

IN WITNESS WHEREOF, the Assignor and the Assignee execute this Amendment as of the date below. The person who signs this Amendment below represents that such person is fully authorized to sign the Amendment on behalf of the Assignor and Assignee.

FIRST AMERICAN CREDIT MANAGEMENT SOLUTIONS, INC.

By: Dennis Warnke
Name: Dennis Warnke
Title: SUP
Date: 10/7/03

On this 7th day of October, before me personally appeared Dennis Warnke, known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the forgoing assignment, and acknowledged to me that he executed the same.

Sedra M. Ryder, Howard County, MD
Notary Public in and for said County and State

CREDIT ONLINE, INC.

By: Eric Jacobs
Name: Eric Jacobs
Title: VP + General Counsel
Date: 11/4/03

On this 4th day of November, before me personally appeared Eric Jacobs, known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the forgoing assignment, and acknowledged to me that he executed the same.

Brie S. CordeLL
Notary Public in and for said County and State

BRIE S. CORDELL
Notary Public, State Of New York
No. 01CO6063486
Qualified In Suffolk County
Commission Expires August 27, 20 03

PATENT ASSIGNMENT

THIS PATENT ASSIGNMENT is made and entered into this 19th day of March, 2003, by and among First American Credit Management Solutions, Inc., a Delaware corporation ("Assignor" and "CMSF"), and Credit Online, Inc., a Delaware corporation ("Assignee").

WHEREAS, pursuant to a Stock Purchase Agreement dated January 30, 2003 (as amended, restated or otherwise modified as of the date hereof, the "Stock Purchase Agreement") by and among Assignor and Assignee and a Technology Transfer and License Agreement dated as of the date hereof (the "Technology Transfer Agreement") by and among Assignor and Assignee, Assignor has agreed to transfer and assign to Assignee and Assignee has agreed to accept from Assignor, upon the terms and conditions set forth in the Stock Purchase Agreement and the Technology Transfer Agreement, the issued patents listed in Exhibit A and the patent applications listed in Exhibit B, which are attached hereto and incorporated by reference herein (hereinafter collectively the "Patents"), together with the goodwill associated therewith;

NOW, THEREFORE, in consideration of the foregoing recitals and of other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. Assignor hereby assigns, transfers and conveys to Assignee the entire right, title and interest in and to the Patents, including all reissues, renewals and extensions of the patents listed in Exhibit A and all pending applications for patents listed in Exhibit B.
2. Assignor hereby authorizes and requests the Commissioner of Patents and Trademarks to issue to Assignee the entire right, title, and interest in and to the pending patent applications listed on Exhibit B, for Assignee's sole use and behoof, and for the use and behoof of its legal representatives, to the full end of the term for which said patents may be granted, as fully and entirely as the same would have been held by Assignor had this assignment not been made.
3. This Patent Assignment is intended solely to benefit the parties hereto and shall not create any liabilities to any other parties or expand any liabilities to any other parties.

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EXECUTION

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IN WITNESS WHEREOF, the parties hereto have duly executed this Trademark Assignment the day and year first above written.

FIRST AMERICAN CREDIT MANAGEMENT SOLUTIONS, INC.

By: Howard L. Tischler
Name: Howard L. Tischler
Title: President and CEO

CREDIT ONLINE, INC.

By: Howard L. Tischler
Name: Howard L. Tischler
Title: President and CEO

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STATE OF new York)
COUNTY OF New York)

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On this 18th day of March, 2003, before me personally appeared Howard Tischler, personally known to me or proved to me on the basis of satisfactory evidence to be the person who executed the attached Assignment instrument on behalf of the corporation therein named, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, and that he was authorized by the Bylaws of the Assignor or a resolution of its Board of Directors to execute said Assignment instrument.

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IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Notary Public in and for
the State of New York

[SEAL]

My Commission Expires:

Richard Roel

RICHARD ROEL
Notary Public, State of New York
No. 01RO5026268
Qualified in Nassau County
Commission Expires April 18, 2006

EXHIBIT A

PATENT	STATUS	REGISTRANT	COUNTRY
CREDIT CONNECTION (ICON)	Patent No. Des. 404,389	CMSI	USA
CREDIT CONNECTION (ICON)	Patent No. Des. 404,387	CMSI	USA
CREDIT CONNECTION (ICON)	Patent No. Des. 404,388	CMSI	USA
CREDIT CONNECTION (ICON)	Patent No. Des. 404,386	CMSI	USA
CREDIT CONNECTION (ICON)	Patent No. Des. 404,728	CMSI	USA
CREDIT CONNECTION (ICON)	Patent No. Des. 405,439	CMSI	USA
CREDIT CONNECTION "Computer-Implemented Automated Credit Application Analysis & Decision Routing System"	Patent No. 5,878,403 Issue Date: March 2, 1999	CMSI	USA

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EXECUTIVE

EXHIBIT B

PATENT APPLICATION	STATUS	REGISTRANT	COUNTRY
CREDIT CONNECTION "Automated Credit Application System"	<ul style="list-style-type: none"> Filing Date: 9/3/97 Applic. No. 08/922,462 	CMSI	USA
CREDIT CONNECTION (Divisional of U.S. Pat. No. 5,878,403) "Computer-Implemented Automated Credit Application Analysis & Decision Routing System"	<ul style="list-style-type: none"> Filing Date: 6/30/98 Applic. No. 09/107,321 	CMSI	USA
	<ul style="list-style-type: none"> Filing Date 2/16/99 Application #09/247,222 	CMSI	USA
*	<ul style="list-style-type: none"> Filing Date 11/9/99 Application #2,350,541 	CMSI	Canada
*	<ul style="list-style-type: none"> Filing Date 11/9/99 Application #99958841.1 	CMSI	Europe
*	<ul style="list-style-type: none"> Filing Date 11/9/99 Application #PCT/US99/26395 	CMSI	International
*	<ul style="list-style-type: none"> Patent #6,208,979 Issue date: 3/27/01 	CMSI	USA

Description provided in patent files previously delivered.

NY1:1428274

EXECUTION

RECORDED: 11/17/2003

PATENT
REEL: 014692 FRAME: 0915