

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Secured Party Bill of Sale
CONVEYING PARTY DATA	
Name	Execution Date
Wilfred M. Sherman	06/01/2006
RECEIVING PARTY DATA	
Name:	Trakover, LLC
Street Address:	315 Dedham Street
City:	Newton
State/Country:	MASSACHUSETTS
Postal Code:	02459
PROPERTY NUMBERS Total: 2	
Property Type	Number
Patent Number:	5589821
Patent Number:	5374936
CORRESPONDENCE DATA	
Fax Number:	(617)395-7070
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
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Address Line 2:	Lando & Anastasi, LLP
Address Line 4:	Cambridge, MASSACHUSETTS 02142
ATTORNEY DOCKET NUMBER:	T2022-9000
NAME OF SUBMITTER:	Gary S. Engelson
Total Attachments: 2 source=T2022-Secured-Party-Bill-of-Sale#page1.tif source=T2022-Secured-Party-Bill-of-Sale#page2.tif	

CH \$80.00 5589821

SECURED PARTY BILL OF SALE

THIS BILL OF SALE is executed as of June 1, 2006, by the Estate of Wilfred M. Sherman, as the Secured Party Agent, pursuant to, among other documents, a Note Purchase Agreement dated November 1, 2001 and a Security Agreement dated November 1, 2001, as amended (in such capacity, the "Secured Party"), in favor of Trakover, LLC (the "Buyer"), in accordance with a Memorandum of Terms and Conditions of Sale, dated September 27, 2005 (the "Memorandum").

FOR VALUE RECEIVED, the receipt and adequacy of which is hereby acknowledged, Secured Party, in its capacity as a secured creditor of the assets of Intrak Wireless Corp. (the "Borrower"), does hereby grant, bargain, sell, convey, assign, transfer and set over unto Buyer, absolutely and not as security, all of the Borrower's right, title and interest in and to:

US Patent No. 5,661,460 - Distance determination and alarm system issued August 26, 1997 - Inventors: Sallen; Roy (Wayland, MA); Budzyna; Walter James (Whitinsville, MA); Sawabini; Charles E. (Carlisle, MA); Sunstein; Drew E. (Hollis, NH) - Appl. No.: 570866 - Filed: December 12, 1995

US Patent No. 5,589,821 - Distance determination and alarm system issued December 31, 1996 - Inventors: Sallen; Roy (Wayland, MA); Budzyna; Walter James (Whitinsville, MA); Sawabini; Charles E. (Carlisle, MA) - Appl. No.: 355041 - Filed: December 13, 1994

US Patent No. 5,374,936 - Security system issued December 20, 1994 - Inventor: Jun Feng - Appl. No.: 202504 - Filed: February 28, 1994

US Patent Application No. 60/173496 - Positioning system - Inventor: Jun Feng - Filed: December 29, 1999

US Patent Application No. 10/356389 - Published as US Patent Appl. #20040150560 Positioning System & Method - Inventors JunFeng and Edward Hill - Filed: January 31, 2003

Together with all of the Patent License Rights for such Patents or Patent Applications and specifically including Intrak Wireless Corp's Rights and Interests Pursuant to a July 14, 2003 agreement between Intrak Wireless Corp. and Medtrak Corp entitled "Time Difference of Arrival Exclusive License Agreement" as amended

in which the Secured Party claims a security interest (the "Property"). To have and to hold all and singular the said Property to the Buyer, executors, administrators, and assigns to their own use and behalf forever.

THE PROPERTY IS SOLD "AS IS" AND "WHERE IS", WITHOUT RECOURSE AND WITHOUT ANY REPRESENTATIONS OR WARRANTIES OF ANY TYPE, EXPRESS OR IMPLIED, INCLUDING, WITHOUT LIMITATION, WARRANTIES RELATING TO TITLE, VALUE, POSSESSION, TRANSFERABILITY, QUIET ENJOYMENT, OR THE LIKE IN THIS DISPOSITION.

The Buyer shall, in addition to the other amounts payable under the Memorandum, pay all sales, use, and other taxes, Federal, state or otherwise, however designated, which are levied


or imposed by reason of the transaction contemplated herein, other than taxes charged upon or having reference to the overall net income or profits of the Secured Party.

IN WITNESS WHEREOF, Secured Party, Buyer, and the Trustee have executed this Secured Party Bill of Sale under seal as of the day and year first above written.

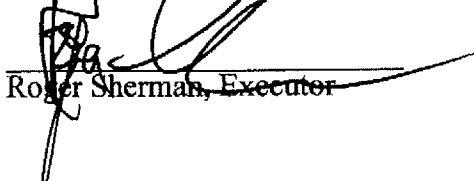
SECURED PARTY:

Estate of Wilfred M. Sherman
As Secured Party Agent

By:



Ken Sherman, Executor




Roger Sherman, Executor

BUYER:

Trakover, LLC

By:



Donald M. Perrin
Its: Manager