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To the Honorable Commissioner c

101446517

3 attached original documents or copy thereof.

1. Name of conveying party(ies):

CAREX LICENSING, INC. *MLP*

*2.23-00*

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

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

2. Name and address of receiving party(ies)

Name: YERAC ASSOCIATES LP

Internal Address:

Street Address: No 1 Bush St., Suite 11

City: San Francisco State: CALIF. ZIP: 94104

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- 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:

*22*

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

Execution Date: *6-3-93*

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

A. Trademark Application No.(s)

*TM*

B. Trademark Registration No.(s) for CAREX

*1,107,533 granted 11/28/76*  
*1,375,117 granted 12/10/85*

Additional numbers attached?  Yes  No

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

Name: John J. Byrne

Internal Address: Reg No 19,201

Street Address: 1400 N 14<sup>th</sup> St

City: Arlington State: VA ZIP: 22207

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41).....\$65.00

*Already Submitted*

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

*02-4960*

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

*John J. Byrne*  
Name of Person Signing

*John J. Byrne*  
Signature

*6/24/00*  
Date

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

10 including 2 Assign



02-23-2000

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #31

ASSIGNMENT

WHEREAS, CAREY LICENSING, INC. ("Assignee"), a corporation organized and existing under the laws of the State of Delaware, having its principal place of business at 1900 Delaware Avenue, Wilmington, DE 19806, has adopted, used and is using trademarks which are registered in the United States Patent Office, namely:

CAREY      Reg. No. 1,107,533, granted Nov. 28, 1976

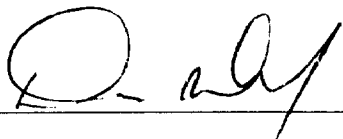
CAREY:     Reg. No. 1,375,117, granted Dec. 10, 1985

WHEREAS, YERAC ASSOCIATES, L.P., a limited partnership, organized and existing under the laws of the State of California, having its principal place of business at No. 1 Bush Street, Suite 1100, San Francisco, California 94104, is desirous of acquiring said trademarks and the registrations therefor:

NOW, THEREFORE, in consideration of and in exchange for the sum of Ten Dollars (\$10.00) and other good and valuable consideration, receipt of which is hereby acknowledged, Assignor, CAREY LICENSING, INC., does hereby transfer to Assignee, YERAC ASSOCIATES, L.P., the entire right, title and good will of the business symbolized by the marks, and the above registrations therefor.

The Assignment is executed this 3 day of June, 1993.

CAREY LICENSING, INC.

By: 

Title: President