

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Resignation and Replacement of Agent, US Issuing Lender and Swing Lender	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Wells Fargo Capital Finance, Inc.		01/31/2011	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Wells Fargo Capital Finance, LLC		
Street Address:	One Boston Place		
Internal Address:	18th Floor		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02108		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2393496	NAVIPLAN	
Registration Number:	2522646	EISI	
CORRESPONDENCE DATA			
Fax Number:	(617)951-8736		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	617-951-8000		
Email:	eileen.sullivan@bingham.com		
Correspondent Name:	Eileen Sullivan		
Address Line 1:	Bingham McCutchen LLP		
Address Line 2:	One Federal Street		
Address Line 4:	Boston, MASSACHUSETTS 02110		
ATTORNEY DOCKET NUMBER:	TMKRESIGNATION		
NAME OF SUBMITTER:	Eileen Sullivan		

OP \$65.00 2393496

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TRADEMARK
REEL: 004468 FRAME: 0278

Signature:	/eileen sullivan/
Date:	02/04/2011
Total Attachments: 4 source=TM Reg Replacement#page1.tif source=TM Reg Replacement#page2.tif source=TM Reg Replacement#page3.tif source=TM Reg Replacement#page4.tif	

RESIGNATION AND REPLACEMENT OF AGENT,
US ISSUING LENDER AND SWING LENDER

Reference is made to the Credit Agreement dated as of August 31, 2006 by and among Emerging Information Systems Incorporated and Emerging Information Systems (USA), Inc., as borrowers, the lenders that are signatories thereto, Wells Fargo Capital Finance, Inc. (formerly known as Wells Fargo Foothill, Inc.), as Arranger, Administrative Agent and Collateral Agent, and Wells Fargo Foothill Canada ULC, as Co-Agent (as amended, the "Credit Agreement").

Pursuant to Section 15.9 of the Credit Agreement, Wells Fargo Capital Finance, Inc. wishes to resign as Agent under the Credit Agreement and each other Loan Document, effective January 31, 2011. The Required Lenders and the Parent (in each case as defined in the Credit Agreement) wish to appoint Wells Fargo Capital Finance, LLC (an affiliate of Wells Fargo Capital Finance, Inc.) as replacement Agent under the Credit Agreement and each other Loan Document, effective January 31, 2011. Wells Fargo Capital Finance, LLC has agreed to accept such appointment, effective January 31, 2011. The Required Lenders and the Parent hereby waive the 45-day notice period referred to in Section 15.9 of the Credit Agreement. All references to "WFF" in the Credit Agreement shall hereafter refer to Wells Fargo Capital Finance, LLC (and to any successor Agent).

Wells Fargo Capital Finance, Inc. also wishes to resign as US Issuing Lender and Swing Lender under the Credit Agreement, effective January 31, 2011. Wells Fargo Capital Finance, LLC has agreed to become the new US Issuing Lender and Swing Lender, effective January 31, 2011.


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Each of the undersigned hereby acknowledges, agrees and consents to the foregoing Resignation and Replacement of Agent, US Issuing Lender and Swing Lender effective as of the date first above written.

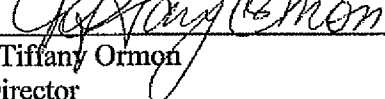
WELLS FARGO CAPITAL FINANCE, INC.,
as resigning Agent, US Issuing Lender and Swing
Lender

by: 
name: Tiffany Ormon
title: Director

WELLS FARGO CAPITAL FINANCE, LLC,
as replacement Agent, US Issuing Lender and
Swing Lender and as Lender

by: 
name: Tiffany Ormon
title: Director

WELLS FARGO FOOTHILL CANADA ULC,
as Co-Agent and as Lender

by: 
name: Tiffany Ormon
title: Director

**EMERGING INFORMATION SYSTEMS
INCORPORATED, as Parent**

by: _____
name: _____
title: _____

Each of the undersigned hereby acknowledges, agrees and consents to the foregoing Resignation and Replacement of Agent, US Issuing Lender and Swing Lender effective as of the date first above written.

WELLS FARGO CAPITAL FINANCE, INC.,
as resigning Agent, US Issuing Lender and Swing
Lender

by: _____
name: _____
title: _____

WELLS FARGO CAPITAL FINANCE, LLC,
as replacement Agent, US Issuing Lender and
Swing Lender and as Lender

by: _____
name: _____
title: _____

WELLS FARGO FOOTHILL CANADA ULC,
as Co-Agent and as Lender

by: _____
name: _____
title: _____

**EMERGING INFORMATION SYSTEMS
INCORPORATED, as Parent**

by: 
name: Mark Evans
title: President & CEO

[Signature Page to Resignation and Replacement of Agent, US Issuing Lender and Swing Lender]

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TRADEMARK
REEL: 004468 FRAME: 0282

Trademark Schedule

2393496	Renewed
2522646	Registered