

THE CHANDLER LAW FIRM CHARTERED

ATTORNEYS AT LAW

Please Reply to:
Post Office Box 27457
Washington, D.C. 20038-7457
202.296.8484
Fax 202.296.4098

INTELLECTUAL PROPERTY LAW

The Federal Bar Building
Suite 300
1815 Pennsylvania Ave., NW
Washington, D.C. 20006

March 1, 2001

PROFESSOR JAMES P. CHANDLER
Writer's Direct Dial: 202.842.4800
E-mail <professorchandler@chandlerlawfirm.com>

VIA HAND DELIVERY

Michael T. McKibben
Chairman and CEO
Leader Technologies LLC
921 Eastwind Drive
Suite 118
Westerville, OH 43081



Re: Engagement Agreement re Trademark Prosecution

Dear Mike:

In accordance with the rules of the District of Columbia Bar, the scope and terms of our proposed engagement are set forth as follows:

Further to our meeting of even date, THE CHANDLER LAW FIRM CHARTERED ("the Firm") agrees to undertake the assignment of providing professional legal services to LEADER TECHNOLOGIES LLC ("LEADER"). We will provide representation to LEADER in the form of filing and prosecuting 100 trademark applications and 100 service mark applications (see list attached hereto and marked Category A Marks) in the United States Patent and Trademark Office through to final registration on the principal or supplemental register and/or final rejection by the Trademark Office.

The following will set forth our mutual understanding as to the basis on which our fees will be charged with respect to this matter.

The standard fee for preparation, filing, and prosecution of trademark applications is \$5,000.00 per application (one mark/one class per application). This fee contemplates routine prosecution absent third-party oppositions and/or litigation or office action rejections. It does not account for time necessary to address office actions or any additional work that must be done on behalf of the Client in special prosecution of the mark for the Client.

The Client will pay \$2,500.00 (Two-Thousand Five-Hundred and 00/100 Dollars) of said fee in cash. The Client will pay \$2,500.00 (Two-Thousand Five-Hundred and 00/100 Dollars) of said fee in the form of AA Preferred Membership Interests ("Equity") in Leader Technologies LLC. The cash fee (\$2,500.00 per application x 200 applications = \$500,000.00) will be paid at a rate of \$10,000.00 (Ten-Thousand and 00/100 Dollars) per month on the first day of the month, beginning

Michael T. McKibben
Chairman and CEO
Leader Technologies LLC
921 Eastwind Drive
Suite 118
Westerville, OH 43081

THE CHANDLER LAW FIRM CHARTERED

March 1, 2002
page 2

March 1, 2002, until paid in full, with the final payment being tendered no later than January 1, 2006. The equity fee will be paid according to that certain agreement entitled Exchange Contract dated May 5, 2000 by and between the Firm and Leader. Leader reserves the right to pay the entire fee in cash.

The Firm will bill Client at its usual and customary hourly rates for all time spent in connection with third-party oppositions and/or litigation or office action rejections in accordance with that certain agreement entitled Exchange Contract dated May 5, 2000 by and between the Firm and Leader. The Firm will consult Client before proceeding with a defense against a third party action (i.e. opposition or litigation).

All filing fees (200 applications x \$325.00 per application = \$65,000.00) will be paid by the Client at the time of filing.

This engagement does not include actual litigation by the Firm.

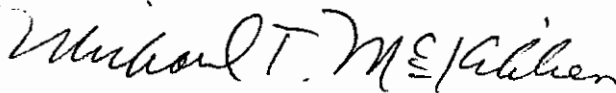
If you have any questions or find anything in this letter unacceptable or require additional information, please contact me immediately at 202.296.8484. If you agree with the terms and conditions set forth in said agreement, please execute both copies and forward one original to me. We recommend you keep an original for your files.

Yours truly,
THE CHANDLER LAW FIRM CHARTERED

By: 

Professor James P. Chandler
Managing Principal

Agreed to and accepted by:
LEADER TECHNOLOGIES LLC



By: Michael T. McKibben, Chmn & CEO

Date

3-11-02

LEADER TECHNOLOGIES, INC.
HIGHLY CONFIDENTIAL
ATTORNEY-CLIENT WORK PRODUCT
TRADEMARK/SERVICEMARK FILING SCHEDULE

0308-3000 US et al.

| CATEGORY A MARKS | | |
|------------------|---|--|
| 1 | My Profile | |
| 2 | My Context | |
| 3 | Inventors of Leadership Software | |
| 4 | The Intellectual Capital Company | |
| 5 | Enterprise Webs | |
| 6 | Lead the Way | |
| 7 | Leader [lead-in-logo] (Front of Brochure) | |
| 8 | Leader.com | |
| 9 | Luminary Portal | |
| 10 | Meeting Channel | |
| 11 | The Idea Registry | |
| 12 | LeaderAlert | |
| 13 | LeaderBoard | |
| 14 | LeaderCalendar | |
| 15 | LeaderCamera | |
| 16 | LeaderChannel | |
| 17 | LeaderChat | |
| 18 | LeaderCompile | |
| 19 | LeaderContact | |
| 20 | LeaderCube | |
| 21 | LeaderDiscussion | |

LEADER TECHNOLOGIES, INC.
HIGHLY CONFIDENTIAL
ATTORNEY-CLIENT WORK PRODUCT
TRADEMARK/SERVICEMARK FILING SCHEDULE

0308-3000 US et al.

| | | |
|----|----------------------|--|
| 22 | LeaderDocuments | |
| 23 | LeaderEnterpriseWebs | |
| 24 | LeaderFax | |
| 25 | LeaderFile | |
| 26 | LeaderFind | |
| 27 | LeaderHelp | |
| 28 | LeaderMail | |
| 29 | LeaderMeeting | |
| 30 | LeaderMessage | |
| 31 | LeaderNews | |
| 32 | LeaderNote | |
| 33 | LeaderOne-Touch | |
| 34 | LeaderOnline | |
| 35 | LeaderOptions | |
| 36 | LeaderPlatform | |
| 37 | LeaderPortal | |
| 38 | LeaderPrint | |
| 39 | LeaderProfile | |
| 40 | LeaderProjector | |
| 41 | LeaderSearch | |
| 42 | LeaderSecurity | |
| 43 | LeaderSetup | |
| 44 | LeaderSmartCamera | |
| 45 | LeaderStorage | |

LEADER TECHNOLOGIES, INC.
HIGHLY CONFIDENTIAL
ATTORNEY-CLIENT WORK PRODUCT
TRADEMARK/SERVICEMARK FILING SCHEDULE

0308-3000 US et al.

| | | |
|----|--------------------------|--|
| 46 | LeaderSurvey | |
| 47 | LeaderSystem | |
| 48 | LeaderTask | |
| 49 | LeaderTools | |
| 50 | LeaderTV | |
| 51 | LeaderVideo | |
| 52 | LeaderVote | |
| 53 | LeaderWeb | |
| 54 | LeadershipAlert | |
| 55 | LeadershipAppliance | |
| 56 | LeadershipAudio | |
| 57 | LeadershipBoard | |
| 58 | LeadershipCalendar | |
| 59 | LeadershipCamera | |
| 60 | LeadershipChannel | |
| 61 | LeadershipChat | |
| 62 | LeadershipContact | |
| 63 | LeadershipCube | |
| 64 | LeadershipDiscussion | |
| 65 | LeadershipDocuments | |
| 66 | LeadershipEnterpriseWebs | |
| 67 | LeadershipFax | |
| 68 | LeadershipFile | |
| 69 | LeadershipFind | |

LEADER TECHNOLOGIES, INC.
HIGHLY CONFIDENTIAL
ATTORNEY-CLIENT WORK PRODUCT
TRADEMARK/SERVICEMARK FILING SCHEDULE

0308-3000 US et al.

| | | |
|----|--------------------------|--|
| 70 | LeadershipIdeaRegistry | |
| 71 | LeadershipInstitute | |
| 72 | LeadershipLuminaryPortal | |
| 73 | LeadershipMail | |
| 74 | LeadershipMedia | |
| 75 | LeadershipMeeting | |
| 76 | LeadershipMessage | |
| 77 | LeadershipMeter | |
| 78 | LeadershipMinutes | |
| 79 | LeadershipNews | |
| 80 | LeadershipNote | |
| 81 | LeadershipOne-Touch | |
| 82 | LeadershipOnline | |
| 83 | LeadershipPhone | |
| 84 | LeadershipPlatform | |
| 85 | LeadershipPortal | |
| 86 | LeadershipProfile | |
| 87 | LeadershipProjector | |
| 88 | LeadershipScorecard | |
| 89 | LeadershipSearch | |
| 90 | LeadershipSecurity | |
| 91 | LeadershipSmartCamera | |
| 92 | LeadershipStorage | |
| 93 | LeadershipSurvey | |

LEADER TECHNOLOGIES, INC.

0308-3000 US et al.

HIGHLY CONFIDENTIAL

ATTORNEY-CLIENT WORK PRODUCT

TRADEMARK/SERVICEMARK FILING SCHEDULE

| | | |
|-----|------------------|--|
| 94 | LeadershipSystem | |
| 95 | LeadershipTask | |
| 96 | LeadershipTools | |
| 97 | LeadershipTV | |
| 98 | LeadershipVideo | |
| 99 | LeadershipVote | |
| 100 | LeadershipWeb | |