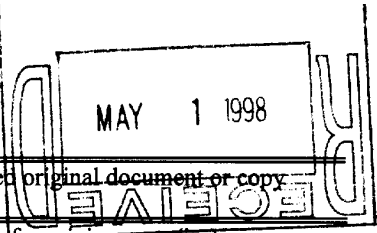


5-1-98

05-14-1998



3 SHEET



100711456

To the Honorable Commission
thereof.

1 the attached original document or copy

1. Name of conveying party(ies):
 Valor Enterprises, Inc.
 1711 Commerce Drive , P.O. Box 601
 Piqua, Ohio 45356

Individual (s) Association (banking)
 General Partnership Limited Partnership
 Corporation - State of Ohio
 Other _____

2. Name and Address of receiving party(ies):
 Name: CTI Communications, Inc.
 Internal Address: _____
 Street Address: 2550 Som Center Road
 City Cleveland State OH Zip 44094

Individual (s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation - State of Ohio
 Other _____

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: April 22, 1998

If assignee is not domiciled in the United States, a domestic representative designation is attached:
 Yes No N/A
 (Designation must be a separate document from Assignment)
 Additional name(s) & address(es) attached? Yes No

4. Application number(s) or trademark number(s)
 A. Trademark Application No.(s)

B. Trademark Registration No.(s)
 See Exhibit attached

Additional numbers attached? Yes No

5. Name and address of person to whom correspondence concerning document should be mailed:
 Name: Karen K. Hammond, Esq.
 Internal Address: Porter, Wright, Morris & Arthur
 Street Address: 41 South High Street
 City: Columbus State: OH ZIP: 43215

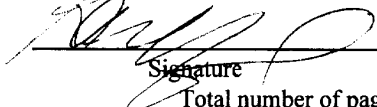
6. Total number of applications and registrations involved: 11

7. Total fee (37 CFR 3.41): \$ 280.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
 (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 documents.

Karen K. Hammond  April 30, 1998
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 2

Do not detach this portion
 Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
 Box Assignment
 Washington, DC 20231

05/11/1998 DCOATES 00000102 1051183
 01 FC:481 40.00 OP
 02 FC:482 250.00 OP

TRADEMARK
 REEL: 1724 FRAME: 0758

EXHIBIT

4. Application number(s) or trademark number(s)

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,051,183
1,220,696
1,227,399
1,251,003
1,344,024
1,536,292
1,666,596
1,780,122
1,813,473
1,953,164
2,132,455

COLUMBUS/0438412.01

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
ASSIGNMENT OF FEDERAL AND STATE MARK REGISTRATIONS

WHEREAS Valor Enterprises, Inc., an Ohio corporation, having a mailing address of 1711 Commerce Drive, P.O. Box 601, Piqua, Ohio 45356 ("Assignor") has adopted, used and is using the marks identified on Schedules A, B and C attached hereto ("the Marks"), which are registered either in the United States Patent and Trademark Office and/or in the Secretary of State's Office of certain states; and

WHEREAS CTI Communications, Inc., an Ohio corporation, having mailing addresses of 1711 Commerce Drive, Piqua, Ohio 45356 and 2550 Som Center Road, Cleveland, Ohio 44094 ("Assignee") is desirous of acquiring the Marks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee all of Assignor's right, title and interest in and to the Marks, including all claims for damages for past infringement, together with the good will of the business symbolized by the Marks, and the above identified registrations thereof.

VALOR ENTERPRISES, INC.

By: _____

Its: _____

STATE OF OHIO)
) SS:
COUNTY OF Montgomery

On this 22 day of April, 1998, before me appeared Glenn L. Coza President of Assignor, the person who signed this instrument, who acknowledged that s/he signed it as a free act on behalf of Assignor with authority to do so.

Notary Public

NOEMAN R. COAD, JR. Attorney at Law
Notary Public, State of Ohio
My Comm. Expires 12/31/99
Section 147, O.C. R. C.

TRADEMARK
REEL: 1724 FRAME: 0760

EXHIBIT A
SCHEDULE A
Active Federal Registrations

<i>Mark</i>	<i>Reg. No/ Reg. Date:</i>	<i>Goods</i>	<i>Status</i>
THE POWER-STATION	2,132,455 Jan.. 27, 1998	Communication antennas, Int'l Class 9	Registered
WEATHER VANE	1,953,164 Jan. 30, 1996	Weather band antenna, Int'l Class 9	Registered
CONCORDE	1,780,122 July 6, 1993	Mobile antennas, Int'l Class 9	Registered
MICRO-MAG	1,813,473 Dec. 28, 1993	Cellular telephone antennas for releasably mounting on motor vehicles, Int'l Class 9	Registered
OMNI-GAIN	1,666,596 Dec. 3, 1991	Antennas, Int'l Class 9	Registered
PARA DYNAMICS	1,536,292 April 25, 1989	Electronic instruments, namely power scanners, power meters and frequency counters, Int'l Class 9	Registered
ROAD HOG	1,344,024 June 25, 1985	Antennas, Int'l Class 9	Registered
PRO-AM	1,220,696 Dec. 21, 1982	Radio antennas and antenna mounts, Int'l Class 9	Registered
HALF BREED	1,227,399 Feb. 15, 1983	Antennas	Registered
DIAL A MATCH	1,251,003 Sept. 13, 1983	Mobile radio antennas, specifically citizens band antennas, Int'l Class 9	Registered
VALOR	1,051,183 Oct. 26, 1976	Antennas, antenna mounting brackets, phasing harnesses, cables for antennas, and parts thereof, Int'l Class 9	Registered

SCHEDULE B

Other Active Marks

New Power Station™
The Clear Connection™
Marine-Sat.™

SCHEDULE C

Active State Registrations

<u>Mark</u>	<u>State</u>	<u>Reg. No/ Reg. Date:</u>	<u>Status</u>
VALOR	Ohio	Reg. No. TM7,342 June 2, 1975	Registered
BLACK MAGIC	Ohio	Reg. No. 8,502 Nov. 21, 1978	Registered

DAYTON/0090068.01

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

ASSIGNMENT OF FEDERAL AND STATE MARK REGISTRATIONS

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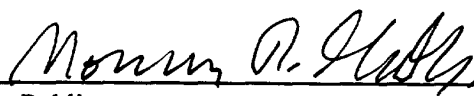
VALOR ENTERPRISES, INC.

By: 

Its: 

STATE OF OHIO)
) SS:
COUNTY OF Montgomery

On this 22nd day of April, 1998, before me appeared Glenn L. Cota President of Assignor, the person who signed this instrument, who acknowledged that s/he signed it as a free act on behalf of Assignor with authority to do so.


Notary Public

NORMAN R. COAD, JR., Attorney at Law
Notary Public, State of Ohio
My Commission has no expiration date
Section 147.03 O. R. C.

TRADEMARK
REEL: 1724 FRAME: 0764

EXHIBIT A
SCHEDULE A
Active Federal Registrations

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SCHEDULE B

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The Clear Connection™
Marine-Sat.™

SCHEDULE C

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<i>Mark</i>	<i>State</i>	<i>Reg. No/ Reg. Date:</i>	<i>Status</i>
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DAYTON/0090068.01