

6-10-98

08-12-1998

OMB No. 0651-0011 (exp. 4/94)



Tab settings

To the Honorable Commissioner

100791916

attached original documents or copy thereof.

1. Name of conveying party(ies):

PHONEWORKS, Inc

- 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: PHONEWORKS, Inc

Internal Address:

Street Address: 146 Second Street - North

City: St. Petersburg State: FL ZIP: 33701

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

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

Execution Date: JUNE 2, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,114,275

Additional numbers attached? Yes No

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

Name: Gordon E.R. Troy, Esq

Internal Address:

Street Address: RR1 Box 272

Lynch Brook Road

City: Warren State: VT ZIP: 05674

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

- 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 document.

Gordon E.R. Troy
Name of Person Signing

[Signature]
Signature

72 2114275

6-9-98
Date

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

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

08/06/1998 JMATKINS 0000072 2114275 40 00 UP

Assignment

Whereas, Phoneworks, Inc. a Florida Corporation with an address at 146 Second Street-North, St. Petersburg, Florida 33701, has adopted, used, and is using and is the owner of the following service mark:

SMARTSPIFFS (STYLIZED)

Registration No. 2,114,275

Registration Date: November 18, 1997

Whereas, Phoneworks, Inc., a corporation organized and existing under the laws of the State of New Jersey, having its principal offices at 146 Second Street-North, St. Petersburg, Florida 33701, is the successor in interest to all of the business and assets of Phoneworks, Inc. a Florida Corporation, and is therefore desirous of acquiring said service mark and the registration therefor,

Now, Therefore, in consideration of the sum of one dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, Phoneworks, Inc. a Florida Corporation hereby assigns to, Phoneworks, Inc., a New Jersey Corporation, all right, title and interest in the United States in and to said service mark and said registration therefor, together with the goodwill of the business symbolized by said service mark and said registration and to register, maintain and renew said service mark.

Signed at _____, this 2nd day of June, 1998.

Phoneworks, Inc. a Florida Corporation

By: _____

James J. Durning, President

State of Florida)

County of Pinellas)

ss:

On this 2nd day of June, 1998, personally appeared James J. Durning, to me known and known to me, the authorized representative of the assignor above named, and acknowledged that he executed the foregoing Assignment.

Cyndy R. McCurry
Notary Public

