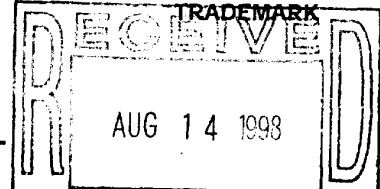


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- Assignment License
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 - Merger Change of Name
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- Effective Date
Month Day Year

Conveying Party

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Execution Date
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- Individual General Partnership Limited Partnership Corporation Association
- Other
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Name

DBA/AKA/TA

Composed of

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Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="75/231,859"/>	<input type="text" value="75/234788"/>	<input type="text"/>	<input type="text" value="2,004,693"/>	<input type="text"/>	<input type="text"/>
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\$

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Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

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Authorization to charge additional fees:

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No

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. Charges to deposit account are authorized, as indicated herein.

Timothy D. Pecsénye

Name of Person Signing



Signature

8/10/98

Date Signed

020005 002550 15000000 02100000 00000000

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ASSIGNMENT OF U.S. TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS is made this 15th day of May 1998, by and between BELLSOUTH CORPORATION, a Georgia corporation, having its principal place of business at 1155 Peachtree Street, N.E., Atlanta, Georgia 30309-3610 ("Assignor") and CELLEMETRY LLC, a Delaware limited liability company, having its principal place of business at 1100 Peachtree Street, N.E., Atlanta, Georgia 30309 ("Assignee").

WHEREAS, Assignor has, through its wholly-owned subsidiary or licensee, adopted, used, is currently using and is the owner of the following trademarks or service marks (the "Marks") and has obtained registration thereof in the United States Patent & Trademark Office:

<u>Mark</u>	<u>Regis. Number</u>	<u>Date of Registration</u>	<u>Country</u>
CELLEMETRY, Int. Class 38	2,004,693	October 1, 1996	United States

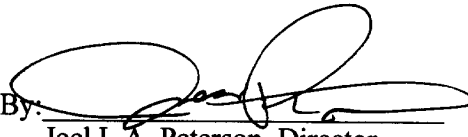
WHEREAS, Assignor has, through Assignee, its wholly-owned subsidiary, adopted, used, is currently using and is the owner of the following service marks (together with the above Marks, the "Marks") and has made application for registration thereof in the United States Patent & Trademark Office (and such marks have been published):

<u>Pending Trademark</u>	<u>Serial Number</u>	<u>Date of Filing</u>	<u>Country</u>
CELLEMETRY, Class 9	75/234,788	January 31, 1997	United States
CELLEMETRY and Design Classes 9 and 38	75/231,859	January 27, 1997	United States

WHEREAS, Assignor is desirous of assigning the Marks together with the good will of the business symbolized by the Marks to Assignee;


NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in the above described Marks, together with the good will of the business symbolized by the Marks, and in the above-identified registration of said Marks.

BELLSOUTH CORPORATION, Assignor

By: 
Joel L.A. Peterson, Director
Corporate Development

STATE OF GEORGIA:
COUNTY OF FULTON:

On this 13th day of May, 1998, before me personally appeared Joel L.A. Peterson, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of BellSouth Corporation as its Director – Corporate Development.



Notary Public
My Commission Expires:

Notary Public, Gwinnett County, GA
My Commission Expires August 3, 2001