

FORM PTO-1618A
Expire: 09/30/99
OMB 0651-0027



11-04-1998



100869838

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

10-13-98
MKT

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year _____
- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name Allconnect, LLC Execution Date
Month Day Year _____

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other Limited Liability Company
- Citizenship/State of Incorporation/Organization Georgia

Receiving Party

Mark if additional names of receiving parties attached **40E**

Name Intelligent Consumer Holdings, L.L.C.

- DBA/AKA/TA _____
- Composed of _____
- Address (line 1) 5195 Lake Forrest Drive
- Address (line 2) _____
- Address (line 3) Atlanta Georgia 30342
City State/Country Zip Code
- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
 - Corporation Association
 - Other Limited Liability Company
 - Citizenship/State of Incorporation/Organization Georgia

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK
REEL: 1810 FRAME: 0565

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="74/159393"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

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

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

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.

Ginabeth B. Hutchison
Name of Person Signing


Signature

2/24/98
Date Signed

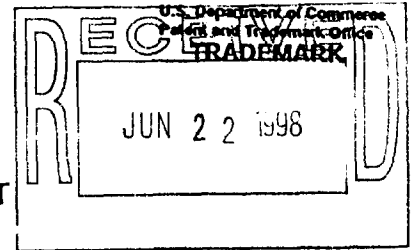
Core
6/22/98

~~06-30-1998~~



100750020

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
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Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
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- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

06/29/1998 DC04TES 00000220 75159393

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

TRADEMARK
REEL: 1810 FRAME: 0567

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

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Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="75/159393"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

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Yes

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.

Ginabeth B. Hutchison

Name of Person Signing

Ginabeth B. Hutchison

Signature

6/17/98

Date Signed

**Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 980500306
CONTROL NUMBER : 9616039
DATE INC/AUTH/FILED: 05/10/1996
JURISDICTION : GEORGIA
PRINT DATE : 02/19/1998
FORM NUMBER : 215



ALSTON & BIRD
LORNA SNOW
1201 WEST PEACHTREE ST.
ATLANTA GA 30309-3424

CERTIFIED COPY

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

**INTELLIGENT CONSUMER HOLDINGS, L.L.C.
A GEORGIA LIMITED LIABILITY COMPANY**

Said entity was formed in the jurisdiction set forth above and has filed in the office of the Secretary of State on the date set forth above its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia.

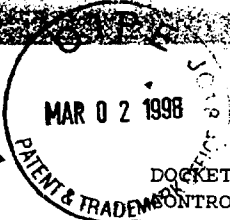
This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.

Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE



FEB 24 1998

**TRADEMARK
REEL: 1810 FRAME: 0569**



Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 973560202
CONTROL NUMBER: 9616039
EFFECTIVE DATE: 12/22/1997
REFERENCE : 0045
PRINT DATE : 12/22/1997
FORM NUMBER : 663

B. LAMONT ROOKER
ALSTON & BIRD LLP
1201 W. PEACHTREE ST.
ATLANTA, GA 30309

CERTIFICATE OF RESTATED ARTICLES WITH NAME CHANGE

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the articles of organization of

**ALLCONNECT, LLC
A GEORGIA LIMITED LIABILITY COMPANY**

have been duly restated and amended and the limited liability company name changed to

INTELLIGENT CONSUMER HOLDINGS, L.L.C.

by the filing of articles of restatement in the office of the Secretary of State and by paying of fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of restatement.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Lewis A. Massey

Lewis A. Massey
Secretary of State

973560202

AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
ALLCONNECT, LLC

9616039
973560196

THESE AMENDED AND RESTATED ARTICLES OF ORGANIZATION of ALLCONNECT, LLC (the "LLC") dated December 11, 1997 are hereby filed to amend and restate the Articles of Organization of the LLC, which were dated May 9, 1996 and filed May 10, 1996 to form a limited liability company under Georgia Limited Liability Company Act (O.C.G.A. §14-11-100 et seq.), which Articles of Organization are hereby amended and restated in their entirety:

FIRST. The name of the limited liability company formed hereby is "INTELLIGENT CONSUMER HOLDINGS, L.L.C."

SECOND. The Management of the LLC shall be vested in one or more managers, selected in accordance with such operating agreement agreed to by the members of the LLC or the Georgia Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Organization as of the date first above written.



Manager

R. LEE PRITCHARD

Name printed

REC-10 03 11 97
(1)

Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530



CONTROL NUMBER : 9616039
EFFECTIVE DATE : 05/10/1996
COUNTY : FULTON
REFERENCE : 0107
PRINT DATE : 05/17/1996
FORM NUMBER : 356

REID H. HARBIN
285 PEACHTREE CENTER AVENUE
SUITE 2500, MARQUIS TWO TOWER
ATLANTA GA 30303

CERTIFICATE OF ORGANIZATION

I, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

ALLCONNECT, LLC
A GEORGIA LIMITED LIABILITY COMPANY

has been duly organized under the laws of the State of Georgia on the effective date stated above by the filing of articles of organization in the office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the city of Atlanta and the State of Georgia on the date set forth above.

Lewis A. Massey

LEWIS A. MASSEY
SECRETARY OF STATE



ARTICLES OF ORGANIZATION OF
ALLCONNECT, LLC

ARTICLE I
Name

The name of this Limited Liability Company is "ALLCONNECT, LLC". It is referred to in these Articles of Organization as the "Company." It is organized under the Georgia Limited Liability Company Act, O.C.G.A. § 14-11-100 et seq.

ARTICLE II
Duration

The latest date on which the Company is to dissolve is June 1, 2050, unless sooner dissolved in accordance with these Articles, or such operating agreement agreed to by the members of the Company, or the Georgia Limited Liability Company Act.

ARTICLE III
Registered Agent for Service of Process

The registered agent is J. Rutherford Seydel, 285 Peachtree Center Avenue, Suite 2500, Marquis Two Tower, Atlanta, Georgia 30303.

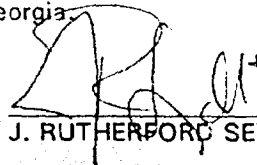
ARTICLE IV
Registered Office

The registered office is located at 285 Peachtree Center Avenue, Suite 2500, Marquis Two Tower, Atlanta, Georgia 30303.

ARTICLE V
Management

Management of the Company is vested in one or more managers, selected in accordance with these Articles, or such operating agreement agreed to by the members of the Company, or the Georgia Limited Liability Company Act.

IN WITNESS WHEREOF, the Organizer of the Company has executed these Articles of Organization on May 9, 1996 at Atlanta, Georgia.



J. RUTHERFORD SEYDEL II, Organizer

LAWSON, DAVIS & PICKREN
2500 Marquis Two Tower
285 Peachtree Center Avenue, N.E.
Atlanta, Georgia 30303

BSR (4)
MAY 10 10 38 PM '96
SECRETARY OF STATE

Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

RESERVATION NUMBER: 961140916
EFFECTIVE DATE : 04/23/1996
EXPIRATION DATE : 07/22/1996
LICENSE NUMBER : N/A
CONSENT ON FILE : N/A
PRINT DATE : 04/29/1996
FORM NUMBER : 506

RUTHERFORD SEYDEL
285 PEACHTREE CNTR
SUITE 2500
ATLANTA GA 30303

NAME RESERVATION CERTIFICATE

I, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the records of the Secretary of State have been reviewed and the name

LLC
ALLCONNECT, ~~LLC~~

is not identical to, and appears to be distinguishable from, the name of any other existing entity on file pursuant to Title 14 of the Official Code of Georgia Annotated.

This certificate shall be valid for a nonrenewable period of ninety days from the date of this certificate. Please submit this original certificate with any subsequent formation filing.

Name reservations are not renewable after expiration of the statutory reservation period stated above.



Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

[Georgia state seal appears here on official form.]

BUSINESS INFORMATION AND SERVICES
Suite 315, West Tower
2 Martin Luther King Jr. Drive
Atlanta, Georgia 30334-1530
(404) 656-2817

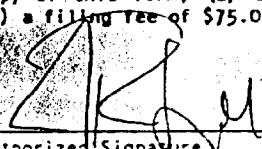
J. K. JACKSON
Director

TRANSMITTAL INFORMATION FOR GEORGIA
LIMITED LIABILITY COMPANIES

DO NOT WRITE IN SHADED AREA - SOS USE ONLY

DOCKET #	<u>901360147</u>	PENDING CONTROL #	<u>P141370</u>	CONTROL #	<u>200-039</u>
Docket Code	<u>350</u>	LLC Type	<u>CL</u>		
Date Filed	<u>5-10-96</u>	Amount Received \$	<u>75</u>	Check/Receipt #	<u>9438</u>
Jurisdiction (County) Code	<u>60 - FULTON</u>				
Examiner	<u>06</u>	Date Completed			

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM.
INSTRUCTIONS ARE ON THE BACK OF THIS FORM.

1.	<u>961140916</u>	LLC Name Reservation Number			
	<u>ALLCONNECT, LLC</u>	LLC Name (exactly as appears on name reservation)			
2.	<u>Reid H. Harbin</u>	<u>1-404-588-0500</u>	Telephone Number		
	Applicant/Attorney				
	<u>285 Peachtree Center Avenue, Suite 250, Marquis Two Tower</u>				
	Address	City	State	Zip Code	
3.	Name and Address of each organizer (attach additional sheets if necessary)				
	<u>J. Rutherford Seydel, II</u>	<u>Atlanta</u>	<u>GA</u>	<u>30303</u>	
	Organizer	Address	City	State	Zip Code
		<u>2500, Marquis Two Tower</u>	<u>Atlanta</u>	<u>GA</u>	<u>30303</u>
	Organizer	Address	City	State	Zip Code
4.	<u>J. Rutherford Seydel, II</u>	Name of Registered Agent in Georgia			
	<u>285 Peachtree Center Avenue, Suite 2500, Marquis Two Tower</u>				
	Registered Office Street Address in Georgia				
	<u>Atlanta</u>	<u>Fulton</u>	<u>GA</u>	<u>30303</u>	
	City	County	State	Zip Code	
5.	<u>5195 Lake Front Drive</u>	<u>Atlanta</u>	<u>GA</u>	<u>30342</u>	
	Principal Place of Business Mailing Address	City	State	Zip Code	
6.	NOTICE: This form does not replace the articles of organization. Mail or deliver to the Secretary of State at the above address the following: (1) an original and one copy of this form; (2) an original and one copy of the articles of organization; and (3) a filing fee of \$75.00 (make check payable to "Secretary of State").				
					<u>May 9, 1996</u>
	Authorized Signature (Member, Manager, or Organizer)				Date



**UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office**

ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

MAY 29, 1998

PTAS



100678008A

ALSTON & BIRD
GINABETH B. HUTCHISON, ESQ.
ONE ATLANTIC CENTER
1201 WEST PEACHTREE STREET
ATLANTA, GEORGIA 30309

**UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT**

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 03/02/1998

REEL/FRAME: 1708/0034
NUMBER OF PAGES: 9

BRIEF: CHANGE OF NAME

ASSIGNOR:
ALLCONNECT, LLC

DOC DATE: 05/04/1996
CITIZENSHIP:
ENTITY: LIMITED LIABILITY COMPANY

ASSIGNEE:
INTELLIGENT CONSUMER HOLDINGS,
L.L.C.
5195 LAKE FORREST DRIVE
ATLANTA, GEORGIA 30342

CITIZENSHIP:
ENTITY: LIMITED LIABILITY COMPANY

APPLICATION NUMBER: 74159393
REGISTRATION NUMBER:

FILING DATE: 04/22/1991
ISSUE DATE:

MARK: CUDLI
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

RECEIVED
ALSTON & BIRD

JUN 05 1998

**TRADEMARK
REEL: 1810 FRAME: 0576**

SHAREILL COLES, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

ALSTON & BIRD LLP

One Atlantic Center
1201 West Peachtree Street
Atlanta, Georgia 30309-3424

404-881-7000
Fax: 404-881-7777
www.alston.com

Ginabeth B. Hutchison

Direct Dial: 404-881-7145

E-mail: ghutchison@alston.com

June 17, 1998

U.S. Patent and Trademark Office
Assignment Division
Box ASSIGNMENTS
Attn: Ms. Shareill Coles
CG-4, 1213 Jefferson Davis Highway
Suite 320
Washington, D.C. 20231

Re: Correction to Recordation of Change of Name

Dear Ms. Coles:

After review of the enclosed Notice of Recordation, we have determined that an inadvertent clerical error made by our office on the subject Recordation Cover Sheet resulted in the change of name from Allconnect, LLC to Intelligent Consumer Holdings, L.L.C. being entered against App. Ser. No. 74/159,393 instead of 75/159,393. Therefore, pursuant to your telephone conversation with Paula Christopher of our office, we enclose a corrected Recordation Cover Sheet and a check in the amount of \$40.00 and ask that the change of name be recorded against the correct application and removed from the record for the incorrect application.

Thank you for your assistance with this matter. Please return the Notice of Recordation for the corrected Recordation Cover Sheet to my attention.

Sincerely yours,



Ginabeth B. Hutchison

Enclosures
GBH:pc
[AC981660.027]

1211 East Morehead Street
P. O. Drawer 34009
Charlotte, NC 28234-4009
704-331-6000
Fax: 704-334-2014

3605 Glenwood Avenue, Suite 310
P. O. Drawer 31107
Raleigh, NC 27622-1107
919-420-2200
Fax: 919-881-3175

601 Pennsylvania Avenue, N.W.
North Building, 11th Floor
Washington, DC 20004-2601
202-756-3300
Fax: 202-756-3333

RECORDED: 10/13/1998

TRADEMARK
REEL: 1810 FRAME: 0578