



Tab settings 12-44-98

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nents or copy thereof.

To the Honorable Commissioner of Patents and Trademark

1. Name of conveying party(ies):

YPTel, Inc.

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: November 19, 1998

2. Name and address of receiving party(ies)

Name: PCP Acquisition, Inc.

Internal Address: Suite 400

Street Address: 1551 Broadway

City: Tacoma State: WA ZIP: 98402

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State of Washington
- 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,991,411

Additional numbers attached? Yes No

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

Name: Demetria Vong-Spillan

Internal Address: Chapman and Cutler

Street Address: 111 West Monroe Street

City: Chicago State: IL ZIP: 60603

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)

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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.

Demetria Vong-Spillan

Name of Person Signing

Demetria Vong-Spillan
Signature

12/7/98

Date

3

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

ASSIGNMENT OF REGISTERED U.S. TRADEMARKS

WHEREAS, YPTel, Inc., a corporation organized and existing under the laws of the State of Washington ("Assignor"), and having its principal offices at 1551 Broadway, Suite 400, Tacoma, Washington 98402 U.S.A., has adopted, is using, and owns the marks set forth on Exhibit A hereto.

WHEREAS, PCP Acquisition, Inc., a Washington corporation ("Assignee") of 1551 Broadway, Suite 400, Tacoma, Washington 98402 U.S.A., is desirous of acquiring all rights in the trademarks set forth on Exhibit A hereto and the goodwill therein, and the outstanding federal registrations therefor;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign to said Assignee, all right, title and interest in and to said marks together with the right to bring actions against any infringers thereof and together with the goodwill of the business as symbolized by said marks and the federal registration therefor.

Dated: November 19, 1998

YPTEL, INC.
By: [Signature]
Name: Jeffrey L. Rosenthal
Its President

STATE OF WASHINGTON)
) ss.
COUNTY OF KING)

I certify that I know or have satisfactory evidence that Jeffrey L Rosenthal is the person who appeared before me, and said person acknowledged that he signed this instrument, on oath stated that he is authorized to execute the instrument and acknowledged it as the to be the free and voluntary act of such parties for the uses and purposes mentioned in this instrument.

DATED: November 19, 1998

[Signature]
Print Name: Suzanne W. Roen
NOTARY PUBLIC for the State of Washington,
residing at Redmond

My appointment expires: 11/7/02



EXHIBIT A

The Only Book, Registration Number 1,991,411 filed
on August 6, 1996

assign2
1480474

RECORDED: 12/14/1998

**TRADEMARK
REEL: 1826 FRAME: 0632**