

03-23-1999

FORM PTO-1594 (Rev. 6-93)

RE



SHEET

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

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

T-148/99

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

Handwritten: MKO 2 239

1. Name of conveying party(ies):

TELEPHONETICS INTERNATIONAL, INC.

2. Name and address of receiving party(ies)

Name: TELEPHONETICS, INC.



Address: c/o SAGE NETWORKS, INC. 215 FIRST STREET, 3RD FLOOR D WING BRIDGE State: MA ZIP: 02142

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

02-23-1999

U.S. Patent & TMOfc/TM Mail Rpt Dt. #57

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: FEBRUARY 4, 1999

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

If assignee is not domiciled in the United States, 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)

- 1,878,900 2,123,497 2,125,381 1,948,488 2,163,441 2,123,499 2,210,087 2,121,477

Additional numbers attached? Yes No

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

Name: JAMES E. SHLESINGER, ESQ.

SHLESINGER, ARKWRIGHT & GARVEY LLP Internal Address:

03/22/1999 DNGUYEN 00000199 1878900

01 FC:481 40.00 OP 02 FC:482 175.00 OP

Street Address: 3000 SOUTH EADS STREET

City: ARLINGTON State: VA ZIP: 22202

6. Total number of applications and registrations involved: 8

7. Total fee (37 CFR 3.41) \$ 215.00

Enclosed

Authorized to be charged to deposit account

(ONLY IF ANY INSUFFICIENCY)

8. Deposit account number: 19-2105

(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.

James E. Shlesinger

Name of Person Signing

Signature

Feb. 23, 1999

Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Ass... TRADEMARK REELS: 1871 FRAME: 0690

SCHEDULE A

U.S. TRADEMARKS

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
Algorhythm	1,878,900	February 14, 1995
Audio Imaging	2,125,381	December 30, 1997
NETSOUNDFX	2,163,441	June 9, 1998
On Hold Media	2,210,087	December 15, 1998
Professionally Speaking ...		
We're Telephonetics	2,123,497	December 23, 1997
Telephonetics (Stylized)	1,948,488	January 16, 1996
Telephonetics (Stylized)	2,123,499	December 23, 1997
Voice with Vision	2,121,477	December 16, 1997
A Web Site Without Sound		
Makes a Mute Point	Application No. _____	Not filed
NETVIDIOFX	Application No. 75/297,576	Abandoned August 12, 1998

COLOMBIA TRADEMARKS

Algorhythm (Not filed)
Telephonetics (Not filed)

TRADEMARK ASSIGNMENT

WHEREAS, TELEPHONETICS INTERNATIONAL, INC. a Florida corporation, with its principal place of business at 4330 N.W. 207th Drive Miami, Florida (hereinafter referred to as the "Assignor"), has adopted and used and is the owner of the trademarks and service marks set forth in "Schedule A" hereto in connection with Assignor's business, the trademark and service mark registrations set forth on Schedule A (hereinafter collectively referred to as the "Marks") and the goodwill associated therewith; and

WHEREAS, TELEPHONETICS, INC. (hereinafter "Assignee"), a Delaware corporation, with a principal office located c/o Sage Networks, Inc., 215 First Street, 3rd Floor, D Wing Cambridge, MA. 02142 is desirous of acquiring the Marks; and

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee all right, title and interest in and to the Marks together with the goodwill of the business symbolized by each of the Marks, and the right to renew the registration which shall issue from the application included in the Marks, to be held and enjoyed by Assignee for its own use and benefit and for the use and benefit of its successors, assigns and legal representatives to be used as fully and entirely as said rights would have been held and enjoyed by Assignor had this assignment and sale not been made, together with all claims for damages by reason of past infringement of said Marks with the right to sue and collect the same for its own use or for the use of its successors, assigns or other legal representatives.

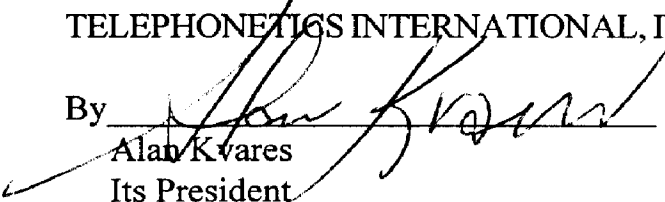
Assignor hereby authorizes the Commissioner of Patents and Trademarks of the United States and other empowered officials of the United States Patent and Trademark Office to transfer the application included in, and all registrations for, the Marks to Assignee as Assignee of the entire

right, title and interest therein or otherwise as Assignee may direct, in accordance with this instrument of assignment.

Assignor further covenants and agrees that Assignor will at any time, upon request of Assignee, and at its own expense, communicate to Assignee any facts relating to the Marks known to Assignor, take all other actions necessary or desirable in order to effectuate the intent of this instrument of assignment, and testify upon the request of Assignee as to the same in any proceeding in the United States Patent and Trademark Office.

IN TESTIMONY WHEREOF, TELEPHONETICS INTERNATIONAL, INC. has hereby executed this Assignment this 4th day of February, 1999.

TELEPHONETICS INTERNATIONAL, INC.

By 
Alan Kvares
Its President

Notarial Certificate

STATE OF NEW YORK)
) ss: White Plains
COUNTY OF WESTCHESTER)

On this 4th day of February, 1999, before me, the undersigned, a Notary Public of the State of Connecticut, personally appeared Alan Kvares, having been sworn by me according to law did depose and say he was the President of Telephonetics International, Inc. (the "Company") and did acknowledge the execution of the foregoing Assignment and Assumption Agreement on behalf of said Company.


Notary Public

BRUCE S. KLEIN
Notary Public, State of New York
No. 02KL4904137
Qualified in Westchester County
Commission Expires August 10, 1999