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To the Honorable Commissioner of Patents and Trademarks, please refer to the attached original document or copy thereof.

1. Name of conveying party(ies): 1999 MAR 25 AM 9:11
Kala Corporation OPR/FINANCE

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

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

2. Name and address of receiving party(ies):
 Name: CASHFLOW Technologies, Inc.
 Internal Address: _____
 Street Address: 1135 Terminal Way, Suite 209
 City: Reno State: NV ZIP: 89502

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation - State of Nevada
 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) and address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: November 11, 1997

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

A. Trademark Application No.(s)
75/163,336

Additional numbers attached? Yes No

B. Trademark Registration No.(s)

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

Name: SQUIRE, SANDERS & DEMPSEY L.L.P.
 Internal Address: Attn: Michael A. Lechter
 Street Address: Two Renaissance Square
40 North Central Ave., Suite 2700
 City: Phoenix State: AZ ZIP: 85004-4498

6. Total number of applications and registrations involved: One

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

Enclosed - check no. _____
 Please charge our deposit account no. 19-3878

8. Deposit account number:
19-3878
 (Attach duplicate copy of this page if paying by deposit account)

04/02/1999 DNGUYEN 00000200 193878 75163336
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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.

David E. Rogers Req. No. 38,287 David E Rogers 3-22-99
 Name of Person Signing Signature Date

K1Y00 002-9 Total number of pages including cover sheet, attachments, and document: Two

ASSIGNMENT

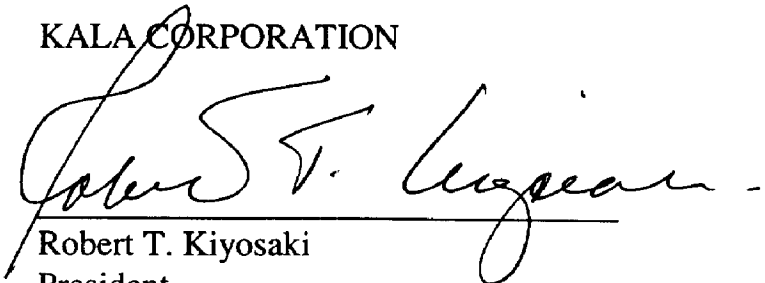
WHEREAS, Kala Corporation, an Arizona corporation having a principal place of business at 7000 North 16th Street #120-128, Phoenix, AZ 85020 (hereinafter "Assignor"), is the owner of all right, title and interest in and to the following trademark pending in the United States Patent and Trademark Office:

<u>Mark</u>	<u>Application No.</u>	<u>Filing Date</u>
CASHFLOW	75/163,336	September 9, 1996

WHEREAS, CASHFLOW Technologies, Inc, a Nevada corporation having a principal place of business at 1135 Terminal Way, Suite 209, Reno, Nevada (hereinafter "Assignee"), is desirous of acquiring said mark and the pending application and registration thereof;

WHEREAS, for good and valuable consideration, receipt of which is hereby acknowledged, Kala Corporation does hereby assign unto CASHFLOW Technologies, Inc. all United States and foreign rights, title and interest in and to the aforementioned mark together with the goodwill of the business symbolized by the mark, and the United States Trademark pending application and registration thereof.

KALA CORPORATION



Robert T. Kiyosaki
President

11/11/97
Date