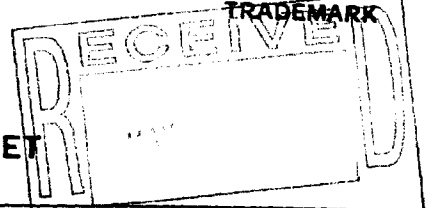


05-27-1999



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U.S. Department of Commerce
Patent and Trademark Office



md 5-14-99

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

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- New
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- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment
 - License
 - Security Agreement
 - Nunc Pro Tunc Assignment
 - Merger
 - Change of Name
 - Other _____
- Effective Date
Month Day Year
07 01 1998

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
07 01 1998

Name Babilonia, Jeffrey

Formerly _____

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association

Other _____

Citizenship/State of Incorporation/Organization United States of America

Receiving Party

Mark if additional names of receiving parties attached

Name SJL, Inc.

DBA/AKA/TA SJL, Inc., DBA, Mailbox Express

Composed of _____

Address (line 1) 3325 Hampshire Drive

Address (line 2) _____

Address (line 3) Wilmington NC 28409
City State/Country Zip Code

- Individual
- General Partnership
- Limited Partnership

- Corporation
- Association

Other _____

Citizenship/State of Incorporation/Organization North Carolina

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.)

05/20/1999 NTHAI1 00000184 75507885

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01 FC:481
02 FC:482

40.00 OP
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Name

Address (line 1)

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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)

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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="75507885"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1959454"/>	<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.

Mark A. Babilonia, Esq.

Mark A. Babilonia
Signature

May 11, 1999
Date Signed

Record and return to:
SJL, Inc.
c/o Mr. Jeffrey Babilonia
3325 Hampshire Drive
Wilmington, NC 28409

Registration No: 1,959,454
Serial No. 75/507885

SERVICE MARK ASSIGNMENT

WHEREAS, Jeffrey Babilonia, an individual residing at 3325 Hampshire Drive, Wilmington, NY 28409, hereinafter called "ASSIGNOR", represents that he is the owner of United States Service Mark Registration No. 1,959,454, entitled MAILBOX EXPRESS, which was registered in the United States Patent and Trademark Office on the Supplemental Register on February 27, 1996;

WHEREAS, ASSIGNOR represents that he is the owner of United States Service Mark Application Serial No. 75/507885, entitled MAILBOX EXPRESS, which was filed in the United States Patent and Trademark Office for registration on the Principal Register on June 24, 1998;

WHEREAS, ASSIGNOR has adopted, used and is using the aforesaid Mark in commerce; and

WHEREAS, SJL, Inc., a corporation organized and existing under the laws of the State of North Carolina and having an office for the transaction of business at 3325 Hampshire Drive, Wilmington, NC 28409, hereinafter called "ASSIGNEE", desires to acquire the entire right, title and interest in and to said registration and pending application, and in and to any registration which may be obtained upon said application for said Mark therein contained.

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that for and in them hand paid, and of other good and valuable consideration, the receipt of all of which is hereby acknowledged, the said ASSIGNOR has sold, assigned and transferred, and does hereby sell, assign and transfer unto the said ASSIGNEE, its successors and assigns, the entire right, title and interest in and to said registration and pending application, and in and to any registration which may be obtained thereon or therefor in the United States of America and all foreign countries, and in and to any reissues, continuations or extensions of any registrations which may be granted for said Mark, and in and to any improvements, additions to, or alterations of said Mark, which the said ASSIGNOR may acquire by modification or otherwise, the same to be held and enjoyed by the said ASSIGNEE for its own use and benefit, and for the use and benefit of its successors and assigns, to the full end of the term for which said registrations or any reissues or extensions thereof may be granted, as fully and as entirely as the same might be held by said ASSIGNOR had this sale not been made, and the said ASSIGNOR hereby represents and warrants that he has not executed and will not execute any instrument inconsistent with the rights granted herein, and he hereby binds himself and

his executors, administrators and legal representatives to execute any and all papers and instruments and to any and all acts which may be necessary or required by the said ASSIGNEE, in order to carry into full force and effect this sale, assignment and transfer, and the said ASSIGNOR further represents and warrants that he hereby binds himself and his executors, administrators, and legal representatives to communicate at any time, upon request to the said ASSIGNEE, its successors and assigns any facts relating to the said Mark and the history thereof known to him or to his heirs, executors, administrators and legal representatives, and that he will testify as to the same in any interference to obtain or any other litigation to enforce the registration or registrations which may be granted for said Mark when requested to do so by the said ASSIGNEE, its successors or assigns.

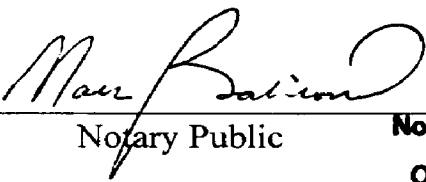
The said ASSIGNOR hereby authorizes and requests the Commissioner of Patents and Trademarks to issue any certificate of registration which may be granted for Service Mark Application Serial No. 75/507885 to the said ASSIGNEE as the assignee of the entire right, title and interest therein, and to issue a new certificate of registration in the name of the ASSIGNEE of United States Service Mark Registration No. 1,959,454.

IN WITNESS WHEREOF, the said ASSIGNOR has hereunto set his hand as of the 1st day of July, 1998.


Jeffrey Babilonia

STATE OF NEW YORK)
)
COUNTY OF NEW YORK) ss.:

On this 1st day of July, 1998, before me personally came Jeffrey Babilonia, to me known and known to me to be the individual named in and who executed the foregoing instrument, and he duly acknowledged to me that he executed the same.


Notary Public **MARK A. BABILONIA**
 Notary Public, State of New York
 No. 02BA5070920
 Qualified in New York County
 Commission Expires Jan. 6 1999