

RECORDATION FORM COVER SHEET
SERVICEMARK

06-09-1999



To the Honorable Commissioner of Patents and

ies of original documents.

1. Name of conveying party:
Sunbridge, Inc.
(New Mexico corporation)

101057350

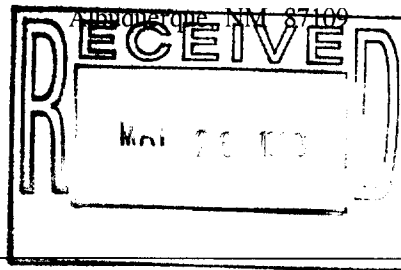
iving party:

Name: SunMark of New Mexico, Inc. (New Mexico
corporation)
Address: 101 Sun Avenue, N.E.

3. Nature of conveyance: Assignment of the marks, (1)
SUNBRIDGE, and (2) stylized design of the sun above a
bridge, and the registrations thereof. Attached document
is:

(1) Assignment, Execution date May 24, 1999

5-26-99



4. Identification of Marks:

Mark: SUNBRIDGE
Registration No.: 2,202,082
Registered: November 3, 1998
Registrant as identified in registration: Sunbridge, Inc.
New Registrant as per
Assignment: SunMark of New Mexico, Inc.

Mark: stylized design of the sun above a bridge
Registration No.: 2,202,084
Registered: November 3, 1998
Registrant as identified in registration: Sunbridge, Inc.
New Registrant as per
Assignment: SunMark of New Mexico, Inc.

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

Therese K. Francese
HOWREY & SIMON
1299 Pennsylvania Avenue, N.W.
Washington, D.C. 20004-2402
(202) 783-7080 (telephone)
(202) 383-6610 (telecopier)

6. Total number of registrations involved:

Two

7., 8. Total fee
(37 C.F.R. § 2.6
1 @ \$40.00 +
1 @ \$25.00 = \$65.00

A check is enclosed to cover the required fee. Please
charge any additional fees or overpayment to deposit
account no. 08-3038.

06/08/1999 NTHRI1 00000152 2202002

65E

01 FC:481 9. Statement and signature 40.00 DP
02 FC:482 25.00 DP

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.

Therese K Francese

Dated: May 25, 1999

Therese K. Francese

Total number of pages including cover sheet, attachments, and document: 2

ASSIGNMENT

WHEREAS, SunBridge, Inc., hereinafter "Assignor," a New Mexico corporation, is the owner of: (1) the mark SUNBRIDGE, which is registered in the U.S. Patent and Trademark Office, Registration No. 2,202,082, dated November 3, 1998; and (2) a mark consisting of a stylized design of the sun above a bridge, which is registered in the U.S. Patent and Trademark Office, Registration No. 2,202,084, dated November 3, 1998; and

WHEREAS, SunMark of New Mexico, Inc., hereinafter "Assignee," a New Mexico Corporation and affiliate of Assignor, is desirous of acquiring said marks and the registrations thereof;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor, intending to be bound, does hereby assign unto Assignee all right, title and interest in and to said marks, together with the goodwill of the business symbolized by such marks and in connection with which such marks have been used.

IN TESTIMONY THEREOF, the undersigned officer of Assignor, duly authorized to execute this Assignment, by signature below does hereby acknowledge this Assignment as valid and binding on the parties hereto.

SunBridge, Inc.

Michael T. Berg

Michael T. Berg
Secretary

Subscribed and sworn to before me this 25th day of May 1999

[Notarial seal]

Mary Anne Parnick

(Notary Public)

