

12-02-1999



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RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

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

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID #
- Correction of PTO Error  
Reel #  Frame #
- Corrective Document  
Reel #  Frame #

Conveyance Type

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

Conveying Party

Mark if additional names of conveying parties attached Execution Date  
Month Day Year

Name

Formerly

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AK/A/T/A

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual  General Partnership  Limited Partnership
- Corporation  Association
- Other
- Citizenship/State of Incorporation/Organization

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.)

12/02/1999 TTON11 00000002 2195792

FOR OFFICE USE ONLY

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40.00 DP

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Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK  
REEL: 001994 FRAME: 0640

**Domestic Representative Name and Address** Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

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)

Address (line 4)

**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"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2195792"/>	<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.

By: William Johns CONNEXIONS INTERNATIONAL, INC. 11/10/99

Name of Person Signing William Johns Signature [Signature] Date Signed 11/10/99

**ASSIGNMENT FOR SECURITY IN  
U.S. TRADEMARKS AND SERVICE MARKS**

**FOR GOOD AND VALUABLE CONSIDERATION**, receipt and sufficiency of which are hereby acknowledged, **CONNEXIONS INTERNATIONAL, INC.**, a Florida corporation, 3061 Mercy Drive, Orlando, Florida 32808 ("Assignor") hereby assigns and grants to **SOUTHTRUST BANK, NATIONAL ASSOCIATION** ("Assignee") with principal offices in Birmingham, Alabama, a security interest in all of Assignor's right, title and interest in and to the trademark registered with the United States Patent and Trademark Office as more particularly described on the attached Schedule A (the "Trademark"), together with the goodwill of the business symbolized by the Trademark and all claims for damages for past infringement of the Trademark.

**THIS ASSIGNMENT** is made to secure the satisfactory performance of all of the Obligations, as such term is defined in the Loan and Security Agreement of even date herewith between Assignor as a borrower and Assignee as lender. If Assignor shall satisfy all of the Obligations, then Assignee shall, upon such satisfaction, execute, acknowledge and deliver to Assignor an instrument in writing releasing the security interest in the Trademarks acquired under this collateral assignment.

Dated: November 16, 1999.

**CONNEXIONS INTERNATIONAL, INC.**  
a Florida Corporation

By: \_\_\_\_\_

Name: William L. Kay

Title: Secretary

**ACCEPTED AND AGREED:**

**SOUTHTRUST BANK,  
NATIONAL ASSOCIATION**

By: \_\_\_\_\_

Name: D. Gerald Watson

Title: V. P.

**TRADEMARK**

REEL: 001994 FRAME: 0642

STATE OF Georgia )  
 ) SS:  
COUNTY OF Clayton )

On this 10th day of November, 1999, before me personally appeared William Hobbs to me known who, being by me duly sworn, did depose and say that he/she is the Secretary of Connexions International, Inc. described herein and which executed the foregoing instrument and that he/she signed his/her name thereto pursuant to the authority granted by Connexions International, Inc.. He/She is personally known to me or produced a Florida driver's license as identification and did not take an oath.

Notary: Michelle A. Dowling  
Print Name: Michelle A. Dowling  
Notary Public, State of: Georgia  
My commission expires: \_\_\_\_\_

Notary Public, Fulton County, Georgia  
My Commission Expires August 22, 2003

STATE OF Georgia )  
 ) SS:  
COUNTY OF Clayton )

On this 10th day of November, 1999, before me personally appeared Gerald Watson to me known who, being by me duly sworn, did depose and say that he/she is the V.P. of SouthTrust Bank, National Association described herein and which executed the foregoing instrument and that he/she signed his/her name thereto pursuant to the authority granted by SouthTrust Bank, National Association. He/She is personally known to me or produced a Florida driver's license as identification and did not take an oath.

Notary: Michelle A. Dowling  
Print Name: Michelle A. Dowling  
Notary Public, State of: Georgia  
My commission expires: \_\_\_\_\_

Notary Public, Fulton County, Georgia  
My Commission Expires August 22, 2003

**SCHEDULE A**

**TRADEMARK ASSIGNMENT SCHEDULE**

Service Mark "Connexions"

Ser. No. 75-356,999, Filed 9-15-1997

Ronald McMorro, Examining Attorney

Reg. No. 2,195,792, Registered October 12, 1998

996-042^L Assignment. Trademarks - Connexions