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U.S. Department of Commerce
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TRADEMARK

10-28-1999



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Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger
Effective Date
Month Day Year

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

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Name

DBA/AKA

Composed of

Address (line 1)

Charge 40

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Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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TRADEMARK
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Trademark Application Number(s) or Registration Number(s)

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Deposit Account

Deposit Account

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Deposit Account Number:

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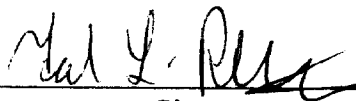
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Statement and Signature

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.

Frank L. Politano

Name of Person Signing



Signature

10/26/99

Date Signed

TRADEMARK AND SERVICE MARK ASSIGNMENT

THIS TRADEMARK AND SERVICE MARK ASSIGNMENT effective as of January 1, 1999 is made to AT&T Corp., a New York corporation duly organized and existing under the laws of the State of New York, having an office at 32 Avenue of the Americas, New York, New York 10013-2412 (hereinafter referred to as "the Assignee") from Worldplus International Inc., a corporation duly organized and existing under the laws of the State of Delaware, having an office at 295 North Maple Avenue, Basking Ridge, New Jersey 07920, and a wholly-owned subsidiary of Assignee (hereinafter referred to as "the Assignor").

WHEREAS, the Assignor has registered or applied to register the service mark **WORLDPLUS** U.S. Serial No. 75/489,967 with respect to certain services (hereinafter referred to as the "Assigned Mark"), and

WHEREAS, the Assignor is desirous of transferring and assigning to the Assignee, and the Assignee is desirous of acquiring from the Assignor, all of the Assignor's right, title and interest in and to the Assigned Mark and all of the good will of the business associated therewith, including any common law rights the Assignor may have throughout the world with respect to such Assigned Mark. Assignee is a successor the business of Assignor with respect to the use of the Assigned Mark.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Assignor does hereby transfer, convey and assign unto the Assignee all rights, title and interest in and to the Assigned Mark, together with the good will of the business appertaining thereto and which is symbolized by each of the Assigned Marks, and the worldwide right to sue for past infringements of the Assigned Marks.

The Assignor shall promptly transfer to or provide to the Assignee copies of all files relating to the registration of the Assigned Mark.

Worldplus International, Inc.

By: *Frank L. Pedicino*
Name: *Frank L. Pedicino*
Title: *Assistant Secretary and Authorized Signatory*

Sworn to Before Me

This *26th* Day of *October*, 1999

Colleen M. Adams
Notary Public

COLLEEN M. ADAMS
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 6/15/2004