

04-10-2000

SHEET

Docket No.:



PLY

Tab settings

101310473

To the Honorable Commissioner of Patents and Trademarks, please forward the attached original documents or copy thereof.

1. Name of conveying party(ies):

Patrick Vernon Palmer

3.6.00

2. Name and address of receiving party(ies):

Name: Freefone Development Group, Inc.

Internal Address:

Street Address: 216 West Erwin Street

City: Tylor State: TX ZIP: 75702

Individual(s) citizenship

Association

General

Limited Partnership

Corporation-State Texas

Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes N

(Designations must be a separate document from

Additional name(s) & address(es) Yes N

Individual(s)

Association

General

Limited Partnership

Corporation-State

Other

Additional names(s) of conveying party(ies)

Yes No

3. Nature of conveyance:

Assignment

Merger

Security Agreement

Change of Name

Other

Execution Date:

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

A. Trademark Application No. (s)

75/133,153

B. Trademark Registration No. (s)

Additional numbers attached? Yes No

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

Name: Russell J. Egan

Internal Address:

Street Address: 908 Town & Country Blvd. #120

City: Houston State: TX ZIP: 77024

6. Total number of applications and registrations involved: 1

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

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

04/10/2000 DC0ATES 00000323 75133153

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40.00 DP

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.

Russell J. Egan

Intellectual Property Attorney
908 Town & Country #120
Houston, TX 77024-2221

3/2/00

ASSIGNMENT

IN CONSIDERATION of the payment to me of One Dollar (\$1.00), the receipt of which is hereby acknowledged, and for other good and valuable consideration, I, Patrick V. Palmer, a resident of the city of Houston, in the County of Harris in the State of Texas hereby sell and assign to Freefone Development Group, Inc., a corporation of the State of Texas, having a place of business at 216 West Erwin Street Tylor, TX 75702-7218, its successors and assigns, the entire right title and interest in and to my service mark application FREEFONE (Stylized) filed on July 12, 1996 and assigned Serial No.75/133,153; and

I, Patrick V. Palmer hereby assign and transfer to said Freefone Development Group, Inc., the full and exclusive right title and interest in and to said service mark and any and all Registrations which may be granted therefor in the United States of America and its territorial possessions and in any and all countries foreign to the United States of America..

I hereby authorize and request the Patent and Trademark Office Officials in the United States and any and all foreign countries to issue any and all of said Registrations, when granted, to said Freefone Development Group, Inc., as the assignee of my entire right, title and interest in and to the same, for the sole use and enjoyment of said Freefone Development Group, Inc., its successors and assigns.

Further, I agree that I will communicate to said Freefone Development Group, Inc., or its representatives any facts known to me respecting said service mark, and testify in any legal proceedings, sign all lawful papers, execute all substitution or renewal applications, execute all necessary assignment papers to cause any and all of said Registrations to be issued to said Freefone Development Group, Inc., make all rightful oaths and generally do everything necessary or desirable to aid said Freefone Development Group, Inc., its successors and assigns, to obtain and enforce proper protection for said service mark in the United States of America and in any and all other countries throughout the world.

date March 2,2000

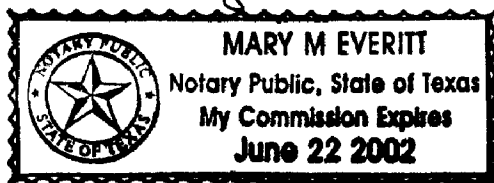
inventor's signature

Patrick Vernon Palmer

State of Texas
County of Harris

On this 2nd day of March, 2000, before me personally appeared -- to me known and known to me to be the individual who executed the foregoing instrument, and acknowledged that he executed the same.

Notary Public



TRADEMARK