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RECORDATION FORM COVER SHEET

TRADEMARKS ONLY

OPR/FINANCE

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
- Merger
- Change of Name
- Other

Effective Date
Month Day Year
8 3 99

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year
3 13 00

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/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other

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.)

Citizenship/State of Incorporation/Organization

04/18/2000 DNGUYEN 00000361 2137266

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 DP
75.00 DP

00000361
EN 00000361
04/18/2000

and Total: \$4.00
CHECK

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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

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"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="2,137,266"/>	<input type="text" value="2,135,817"/>	<input type="text" value="2,149,161"/>
<input type="text" value="2,276,383"/>	<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.

Randall E. Holleschau

Randall E. Holleschau

3/13/2000

Name of Person Signing

Signature

Date Signed

ASSIGNMENT OF TRADEMARK RIGHTS

WHEREAS, the trademarks set forth below are held in the name of SmartMail, Inc., a Georgia corporation;

WHEREAS, SmartMail, Inc. ("Assignor") executed a Trademark Assignment on August 3, 1999 which transferred all of the Assignor's trademarks to SmartMail, LLC (formerly SmartMail of New York City, L.L.C.), a Delaware limited liability company ("Assignee");

WHEREAS, such Trademark Assignment meets the requirements of 15 USC §1060; and

WHEREAS, on August 31, 1999, Assignor changed its name to "SM Holdings, Inc.";

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby transfers and assigns to Assignee all rights in the following trademarks, and the registrations and applications related thereto, together with the goodwill of the business in connection with which said marks are used and which are symbolized by the said marks, as well as the right to recover for damages and profits for past infringements thereof:

<u>Mark</u>	<u>Registration Number</u>
SmartMail Services	2,137,266
We Don't Just Process the Mail . . . We Manage Your Communications . . . One Piece at a Time	2,135,817
FlatTrack	2,149,161
AddressID	2,276,383

IN WITNESS WHEREOF, Assignor has caused this Assignment of Trademark Rights to be executed by its duly authorized officer as of 3/13, 2000.

SM HOLDINGS, INC., a Georgia corporation

BY: Randall E. Holleschau
Randall E. Holleschau
Chief Executive Officer

c:70802.020