

12-28-2000

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12-01-2000

U.S. Patent & TMO/TM Mail Rpt Dt. #11



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Docket No.:

U.S. Department of Patents and Trademarks: Please receive the attached original documents or copy thereof.

1. Name of conveying party(ies):

Better Communications, Inc.

Handwritten initials: *WLB 12.1.00*

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Additional names(s) of conveying party(ies)  Yes  No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: November 27, 2000

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

Name: BetterCom, Inc.

Internal Address: \_\_\_\_\_

Street Address: 9 Acorn Lane

City: Lincoln State: MA ZIP: 01773

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- Other

If assignee is not domiciled in the United States, a domestic designation is  Yes  N (Designations must be a separate document from Additional name(s) & address(es)  Yes  N

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,990,024	2,008,347	1,999,585
1,995,428	2,008,348	1,999,586
2,008,432	2,047,268	2,004,117
2,075,050	2,108,184	2,033,397
		2,082,920

Additional numbers  Yes  No

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

Name: Deborah Dumaine

Internal Address: \_\_\_\_\_

Street Address: 9 Acorn Lane

City: Lincoln State: MA ZIP: 01773

6. Total number of applications and registrations involved:.....

13

7. Total fee (37 CFR 3.41):.....\$ 520.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

12/27/2000 JJALLAH2 00000125 1990024

01 FC:481 40.00 OP  
02 FC:482 300.00 OP

DO NOT USE THIS SPACE  
Refund REF: 12/27/2000 JJALLAH2 0000100625

CHECK Refund Total: \$180.00

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.

Aubrey L. Watson

Name of Person Signing

Signature

11/30/2000

Date

Total number of pages including cover sheet, attachments, and

5

RELEASE AND REASSIGNMENT OF  
TRADEMARKS AND TRADEMARK APPLICATIONS

Reference is hereby made to that certain Patent and Trademark Security Agreement, dated as of December 7, 1998, executed by BETTER COMMUNICATIONS, INC., a Massachusetts corporation ("Grantor"), in favor of BANK OF AMERICA, NATIONAL TRUST AND SAVINGS ASSOCIATION, as Agent ("Agent"), which was recorded in the United States Patent and Trademark Office on February 1, 1999, at Reel 1849, Frame 0174 (the "Agreement") and pursuant to which Grantor assigned and granted to Agent a security interest in and to all of Grantor's right, title and interest in and to certain trademarks, including those trademarks specifically listed on Exhibit A attached hereto (the "Marks") and the goodwill associated therewith; and

WHEREAS, Agent wishes to release, retransfer and reassign to Grantor, without representation or warranty, all of Agent's right, title and interest in and to the Marks and the goodwill associated therewith;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Agent hereby releases, retransfers and reassigns to Grantor, without representation or warranty, all of the Agent's right, title and interest in and to the Marks and the goodwill associated therewith.

IN WITNESS WHEREOF, Agent has executed this Release and Reassignment of Registered Trademarks and Trademark Applications as of this \_\_\_\_ day of November, 2000.

BANK OF AMERICA, N.A., as Agent, formerly known  
as BANK OF AMERICA, NATIONAL TRUST AND  
SAVINGS ASSOCIATION, as Agent  
("Agent")

By:  
Title:

  
M. Duncan McDuffie  
Managing Director

**EXHIBIT A**

<b>TRADEMARK</b>	<b>REG. NO. OR SERIAL NO.</b>
BETTER COMMUNICATIONS	2,004,117
BETTER COMMUNICATIONS	2,033,397
ENERGIZE YOUR E-MAIL	2,047,268
ENERGIZE YOUR E-MAIL	2,108,184
GRAMMAR YOU MEANT TO LEARN	2,008,347
GRAMMAR YOU MEANT TO LEARN	2,008,348
STRATEGIC THINKING ON PAPER	1,999,585
STRATEGIC THINKING ON PAPER	1,999,586
SIX STEPS TO READER CENTER WRITING	2,082,920
WRITE TO THE TOP	1,990,024
WRITE TO THE TOP	1,995,428
WRITE TO WIN SALES	2,008,432
WRITE TO WIN SALES	2,075,050

BETTER-TMREL

TRADEMARK ASSIGNMENT

Better Communications, Inc., a corporation organized and existing under the laws of the State of Massachusetts, has adopted, used and is using marks that are registered in the United States Patent and Trademark Office, as set forth in Schedule 1.1(e) to the Asset Purchase Agreement by and among BetterCom, Inc., Better Communications, Inc. and Enterprise Profit Solutions dated September 28, 2000, and as amended on November 20, 2000,.

BetterCom, Inc., a corporation organized and existing under the laws of the State of Delaware, desires to acquire such mark and the registration thereof.

In consideration of good and valuable consideration as set forth in that certain Asset Purchase Agreement between those parties and Enterprise Profit Solutions Corporation dated Nov 27, 2000, the receipt of which is hereby acknowledged, Better Communications, Inc., does hereby assign to BetterCom, Inc. all right, title and interest in and to the marks described in Schedule 1.1(e), together with the good will of business symbolized by such marks.

Better Communications, Inc.

Mark Coleman

By: MARK C. COLEMAN

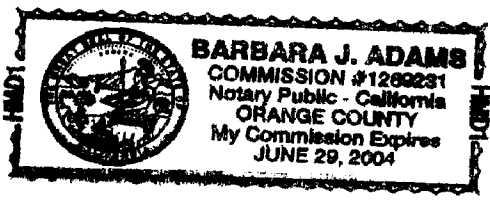
Title: Vice-President

State of California )  
 ) ss:  
County of Orange )

On this 27th day of November, 2000, before me appeared Mark Coleman, the person who signed this instrument on November 27, 2000 [his or her] own behalf, or who was authorized to sign this instrument on behalf of the identified corporation or juristic entity, who being sworn, acknowledged that [he or she] signed this instrument as a free act.

Barbara J. Adams  
[Signature of notary public]

[Notary's stamp or seal]



**Trademarks**

<b>Trademark Name</b>	<b>For</b>	<b>Class</b>	<b>Registration Date</b>	<b>Registration Number</b>
WRITE TO THE TOP	Printed materials	International 16	07/30/96	1,990,024
WRITE TO THE TOP	Educational services	International 41	08/30/96	1,995,428
WRITE TO WIN SALES	Educational services	International 41	10/15/96	2,008,432
WRITE TO WIN SALES	Printed materials	International 16	07/01/97	2,075,050
GRAMMAR YOU MEANT TO LEARN	Printed materials	International 16	10/15/96	2,008,347
GRAMMAR YOU MEANT TO LEARN	Educational services	International 41	10/15/96	2,008,348
ENERGIZE YOUR E-MAIL	Educational services	International 41	03/25/97	2,047,268
ENERGIZE YOUR E-MAIL	Printed materials	International 16	11/11/97	2,108,184
STRATEGIC THINKING ON PAPER	Printed materials	International 16	09/10/96	1,999,585
STRATEGIC THINKING ON PAPER	Educational services	International 41	09/10/96	1,999,586
BETTER COMMUNICATIONS	Printed materials	International 16	10/01/96	2,004,117
BETTER COMMUNICATIONS	Educational services	International 41	11/05/96	2,033,397
THE SIX STEPS TO READER-CENTERED WRITING	Printed materials	International 16	07/29/97	2,082,920