

01-08-2001



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12.15.00

### 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
- 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

#### 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  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.)
- Corporation  Association
- Other
- Citizenship/State of Incorporation/Organization

#### FOR OFFICE USE ONLY

01/04/2001 6TON11 00000081 75603322

01 FE:481 40.00 DP  
02 FE:482 75.00 DP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

REEL: 002207 FRAME: 0550

**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)**

**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.

RENEE L. MITCHELL

Name of Person Signing

Signature

Dec. 14, 2000

Date Signed

## ASSIGNMENT OF TRADEMARK APPLICATIONS

**THIS ASSIGNMENT OF TRADEMARK APPLICATIONS** ("Assignment") is made and entered into as of this 13<sup>th</sup> day of December, 2000, by and between **APS ENERGY SERVICES COMPANY, INC.**, an Arizona corporation having a place of business at 400 E. Van Buren, Phoenix, Arizona 85004, herein referred to as "Assignee," and **ARIZONA PUBLIC SERVICE COMPANY, INC.**, an Arizona corporation having a place of business at 400 N. 5<sup>th</sup> Street, Phoenix, Arizona 85004, herein referred to as "Assignor."

### RECITALS

A. Assignor has adopted, used, is using or intends to use, and is the owner of the following trademarks for which applications in the United States Patent and Trademark Office ("USPTO") are pending (collectively, the "Applications"):

<u>TRADEMARK</u>	<u>APPLICATION NO.</u>	<u>FILING DATE</u>
APS ENERGY SERVICES	75/603,322	December 10, 1998
APS ENERGY SERVICES	75/603,167	December 10, 1998
APS ENERGY SERVICES	75/603,165	December 10, 1998
APS ENERGY SERVICES	75/603,323	December 10, 1998

A copy of the Filing Receipts for Trademark Application for the above-referenced trademarks are attached hereto as Exhibits "A" through "D".

B. Assignee desires to acquire said trademarks, the Applications and any registrations issuing therefore, and Assignor desires to assign said trademarks, the Applications and any registrations issued therefore to Assignee.

NOW, THEREFORE, in consideration of the agreements set forth herein, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

### ASSIGNMENT

1. Pursuant to 15 U.S.C. § 1060, Assignor hereby assigns to Assignee the trademarks, Applications and any registrations issuing therefore together with the goodwill of the business symbolized by said trademarks, Applications and registrations issuing therefore, and all of Assignor's rights, title and interest therein.

2. This Assignment shall be recorded by Assignee with the USPTO.

3. Assignor agrees to cooperate with Assignee in taking such steps as may be reasonably necessary or required to confirm or complete the Assignment of the Applications and any registrations issuing therefore as herein contemplated.

4. This Assignment shall inure to the benefit of Assignee and shall be binding upon the parties hereto and their respective successors and assigns.

5. The Commissioner of Patents and Trademarks is requested to issue the Certificates of Registration to said Assignee, APS Energy Services Company, Inc.

Dated this 13<sup>th</sup> day of December, 2000.

**ASSIGNOR**

**ARIZONA PUBLIC SERVICE COMPANY,**  
an Arizona corporation

By: *Faye Widenmann*  
Faye Widenmann  
Its Secretary

STATE OF ARIZONA            )  
  ) ss.  
County of Maricopa         )

The foregoing instrument was acknowledged before me this 13<sup>th</sup> day of December, 2000, by Faye Widenmann, Secretary of Arizona Public Service Company, an Arizona corporation, on behalf of the corporation.

*Kris Fenex*  
Notary Public

My Commission Expires:



**ACKNOWLEDGED AND ACCEPTED BY:**

**ASSIGNEE**

**APS ENERGY SERVICES COMPANY, INC.,**  
an Arizona corporation

By: *Vicki Sandler*  
Vicki G. Sandler  
Its President

STATE OF ARIZONA            )  
  ) ss.  
County of Maricopa         )

The foregoing instrument was acknowledged before me this 13<sup>th</sup> day of December, 2000, by Vicki G. Sandler, President of APS Energy Services Company, Inc., an Arizona corporation, on behalf of the corporation.

*Kris Fenex*  
Notary Public

My Commission Expires:



**Exhibit A**

**Exhibit B**

**Exhibit C**



**Exhibit D**

RECORDED: 12/15/2000

TRADEMARK  
REEL: 002207 FRAME: 0558