

02-01-2001



101604169

**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 # _____

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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

Execution Date
Month Day Year
1/15/01

Name Facilities Communication International Limited

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Florida

Receiving Party

Mark if additional names of receiving parties attached

Name Smart City Networks

DBA/AKA/TA _____

Composed of _____

Address (line 1) 28 West Grand Avenue

Address (line 2) _____

Address (line 3) Montvale New Jersey 07645
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 Florida

FOR OFFICE USE ONLY

01/31/2001 GT0N11 00000108 75803056

01 FC:481	40.00 OP
02 FC:482	25.00 OP
03 FC:998	15.00 OP

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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" value="75/803,056"/>	<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="2,180,311"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<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.

Thomas P. Liniak
Name of Person Signing


Signature

1/19/00
Date Signed

TRADEMARK ASSIGNMENT

FACILITIES COMMUNICATION INTERNATIONAL LIMITED, d.b.a. US TELCOM, a Florida Limited Partnership, having its principal place of business at 28 West Grand Avenue, Montvale, New Jersey 07645 (hereinafter referred to as "FACILITES COMMUNICATION INTERNATIONAL LIMITED"), is the owner of all rights, title, and interest in the following trademark registrations and applications as set forth in Exhibit A attached hereto and the goodwill associated therewith.

AND WHEREAS, on October 1, 1999, FACILITIES COMMUNICATION INTERNATIONAL LIMITED changed its name to SMART CITY NETWORKS, a Florida Limited Partnership, having its principal place of business at 28 West Grand Avenue, Montvale, New Jersey 07645 (hereinafter referred to as "SMART CITY NETWORKS").

NOW, THEREFORE, for One Dollar and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, FACILITIES COMMUNICATION INTERNATIONAL LIMITED, hereby assigns and transfers unto SMART CITY NETWORKS its entire right, title, and interest in and to said trademark registrations and applications therefore set forth in Exhibit A attached hereto, together with the goodwill of the business associated with said trademark registrations and applications.

FACILITIES COMMUNICATION INTERNATIONAL LIMITED hereby authorizes and requests the officials of the United States Patent and Trademark Office and all such like authorities in any and all foreign countries to issue any and all

registrations and renewals, when granted, to SMART CITY NETWORKS, its successors and assigns, and to record this Assignment.

IN TESTIMONY WHEREOF, I have hereunto signed and sealed this Assignment, which shall be effective as of the date of the change of the name of Assignor set forth above.

FACILITIES COMMUNICATIONAL
INTERNATIONAL LIMITED

Date: January 15, 2001



Marty Rubin, Chief Executive Officer

EXHIBIT A

Registered Trademark:

<u>Mark</u>	<u>Registration No.</u>	<u>Issue Date</u>
SMART CITY 2000	2,180,311	August 11, 1998

Trademark Application:

<u>Mark</u>	<u>Application Serial No</u>	<u>Filing Date</u>
SMARTCITY and Design	75/803,056	September 17, 1999