



101622945

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

1. Name of conveying party(ies):
i-Recall, Inc.

2-20-01

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: ActiveGroup Ventures, Inc..

Street Address: 3725 da Vinci Court
Suite 200
Norcross, Georgia 30092
Additional name(s) & address(es) attached? Yes No

 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____
If assignee is not domiciled in the United States, a domestic representative designation is attached yes no
Additional name(s) & address(es) attached? yes no

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other:

Execution Date: February 5, 2001

4. Application number(s) or registration number(s):
If this document is being filed together with a new application, the execution date of the application is:
A. Trademark application No.(s) 75826638 and 75826637 Trademark Registration No.

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
WOMBLE CARLYLE SANDRIGE & RICE, PLLC
Suite 700
1275 Peachtree Street, N.E.
Atlanta, Georgia 30309-3574
(404) 872-7000
(404) 888-7490 (fax)

02/27/2001 GTOM11 00000195 75826638

01 FC:481 40.00 OP
02 FC:482 25.00 OP

6. Total number of applications/registrations involved: 2

65E

7. Total fee (37 CFR 3.41) \$ 65.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit Account Number:
50-0517
(Attach duplicate copy of this page if paying by Deposit Account)

DO NOT USE THIS SPACE

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.

John J. Timar _____
Name of Person Signing Signature Date 2/14/01

Docket No. P004.3016 Total number of pages including cover sheet, attachments, and document: [2]

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

ASSIGNMENT OF TRADEMARKS

WHEREAS, i-Recall, Inc, a corporation organized under the laws of the state of Delaware, domiciled and doing business at 37 West 28 Street, 12th Floor, New York City, New York, (Assignor), owns and has a *bona fide* intent to use the Marks I-RECALL and SOUVENIR (the "Marks") in connection with the following goods and/or service: computer software for handwritten and typed annotations on audio and video media; and

WHEREAS, Assignor has applied to register the Marks on the Principal Register of the United States Patent and Trademark Office based on Assignor's *bona fide* intent to use the marks in commerce in connection with the above-described goods and/or services, Application Serial No. 75826638 and 75826637, respectively, filed on October 19, 1999; and

WHEREAS, **ActiveGroup Ventures, Inc.**, a Corporation of the State of Delaware, having its principal place of business at 3725 da Vinci Court, Suite 200, Norcross, Georgia 30092, ("Assignee"), desires to acquire the business of Assignor in connection with which Assignor has a *bona fide* intent to use the Marks and the pending Applications;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Marks and the pending Applications therefor, together with that portion of Assignor's business in connection with which it has a *bona fide* intent to use the Marks.

i-Recall, Inc.

Anselm Spoerri

By: **Anselm Spoerri**

Title: President

STATE OF NEW YORK
COUNTY OF NY

Before me, a Notary Public in and for the County and State aforesaid, on this 5th day of Feb, 2001, personally appeared Anselm Spoerri, known to me to be the same person whose name is subscribed to the foregoing Assignment, who being duly sworn acknowledged that he signed, sealed and delivered the said Assignment as his free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal.

[Signature]
NOTARY PUBLIC

ARTHUR GREEBLER
(SEAL) Notary Public, State of New York
No. 41-4713317
Qualified in Queens County
Commission Expires October 31, 2002

My Commission Expires: 10/31/2001

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