



04-27-2001



101692558

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
Effective Date
Month Day Year _____
- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached
Execution Date
Month Day Year

Name Vickielynn Associates, Inc.

3/11/01

Formerly _____

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____
- Citizenship/State of Incorporation/Organization Virginia

Receiving Party

Mark if additional names of receiving parties attached

Name Value Network Service, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 3113 Woodcreek Drive

Address (line 2) _____

Address (line 3) Downers Grove
City

Illinois
State/Country

60515
Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____
- Citizenship/State of Incorporation/Organization Delaware

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.)

04/27/2001 TDI AZ1 00000019 75928058

FOR OFFICE USE ONLY

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

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

TRADEMARK
REEL: 002282 FRAME: 0929

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="75/928,058"/> | <input type="text" value="76/043,823"/> | <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"/> |
| <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.

Bruce A. Tassan

Name of Person Signing



Signature

April 12, 2001

Date Signed

ASSIGNMENT

ASSIGNMENT made this 11th day of March, 2001, by and between Vickielynne Associates, Inc., a Virginia corporation ("Seller"), having an address of 40894 Lewis Court, Leesburg, Virginia 20175 and Value Network Service, Inc. ("Buyer"), a Delaware corporation, having an address of 3113 Woodcreek Drive, Downers Grove, Illinois 60515.

WHEREAS, Seller owns and has used, or is using the marks identified in Exhibit A ("the Marks") in the United States.

WHEREAS, Buyer is desirous of acquiring the Marks and the goodwill of the business associated therewith, as well as all federal and state applications and registrations therefor.

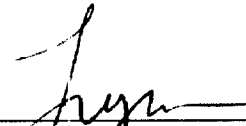

NOW, THEREFORE, in consideration of ten dollars (\$10.00), the receipt of which is hereby acknowledged, Seller conveys, transfers, and assigns to Buyer all its rights, title, and interest in and to the Marks and all the federal and state applications and registrations therefor, together with the goodwill of the business symbolized thereby.

Seller further assigns to Buyer all rights to sue for and receive all damages occurring from past infringing uses of the Marks.

Seller warrants that it has good and valid title to the Marks, including the applications and registrations therefor. Seller agrees that upon request by Buyer, Seller shall execute all papers, make all rightful oaths, testify on behalf of Buyer and do all other lawful acts necessary to carry out the intent of this Assignment at Buyer's expense and request, as well as provide such other material, information, or assistance as Buyer may consider necessary.

This Assignment shall be binding on the parties, their successors and/or assigns and all others acting by, through, with, or under their direction, and all those in privity therewith.

VICKIELYNNE ASSOCIATES, INC.

By:  
Lynne Friedman
President

TRADEMARK
REEL: 002282 FRAME: 0931

Attachment A

Trademark Report by Country
Status: ACTIVE

Printed: 4/12/2001

Page 1

| REFERENCE# | MARK | FILED | APPL# | REGDT | REG# | STATUS | CLASSES |
|----------------------|-------------|-----------|------------|-------|------|---------|---------|
| CANADA | | | | | | | |
| 610000562 | BUZZ | 4/18/2000 | 1,055,285 | | | PENDING | A |
| 610000561 | BUZZ DESIGN | 4/26/2000 | 1,056,076 | | | PENDING | A |
| UNITED STATES | | | | | | | |
| 610000538 | BUZZ | 2/25/2000 | 75/928,058 | | | PENDING | 35 |
| 610000558 | BUZZ DESIGN | 5/8/2000 | 76/043,823 | | | PENDING | 35 |