

08-23-2001

Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

RECORDATIC
TRADE



101819655

DEPARTMENT OF COMMERCE
Patent and Trademark Office

Tab settings ⇌ ⇌ ⇌ ▼

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

1. Name of conveying party(ies):

Pro CD, Inc.

- Individual(s) Association
 - General Partnership Limited Partnership
 - Corporation-State Delaware
 - Other Document previously recorded in Reel 1672, Frame 0507 contained an error in Reg. #2,014,370
- Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

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

Execution Date: September 4, 1997

2. Name and address of receiving party(ies)

Name: CD-Rom Technologies, Inc.
 Internal
 Address: _____
 Street Address: 5711 South 86th Circle
 City: Omaha State: NE Zip: 68127

- 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
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Document re-recorded to correct error as stated above, correct Reg. # 2,041,370

Additional number(s) attached Yes No

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

Name: Roberta L. Christensen
 Internal Address: Koley Jessen P.C.,
 A Limited Liability Organization

Street Address: One Pacific Place, Ste. 800
 1125 S. 103rd Street
 City: Omaha State: NE Zip: 68127

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$40.00
 Previously submitted Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

50-0771

(Attach duplicate copy of this page if paying by deposit account)

RECEIVED OPR
 2001 AUG 22 AM 5:51
 ASSIGNMENTS DIV
 40E

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.

Roberta L. Christensen
Name of Person Signing

Roberta L. Christensen
Signature

8/13/01
Date

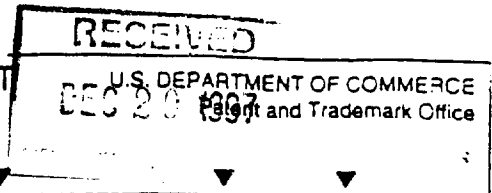
Total number of pages including cover sheet, attachments, and document: 8

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

TRADEMARK
REEL: 002314 FRAME: 0331

01-13-1998

SHEET
17



100604260

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

1. Name of conveying party(ies): MLO 12-29-97
 Pro CD, Inc.

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

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

2. Name and address of receiving party(ies):
 Name: CD-Rom Technologies, Inc.
 Internal Address: _____
 Street Address: 5711 South 86th Circle
 City: Omaha State: NE ZIP: 68127

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
 (Designations must be a separate document from Assignment)
 Additional name(s) & address(es) attached? Yes No

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

Execution Date: September 4, 1997

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 See Attached Schedule

Additional numbers attached? Yes No

B. Trademark registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Anne M. Rosenberg
 Internal Address: _____
 Street Address: 2800 LaSalle Plaza
800 LaSalle Avenue
 City: Minneapolis State: MN ZIP: 55402

6. Total number of applications and registrations involved: 25

7. Total fee (37 CFR 3.41):..... \$ 640.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
 (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.

Anne M. Rosenberg
 Name of Person Signing

[Signature]
 Signature

December 19, 1997
 Date

Total number of pages comprising this sheet: 3

Assignment of Trademarks

WHEREAS, Pro CD, Inc., a Delaware corporation located at 222 Rosewood Drive, Danvers, Massachusetts 01923-4520 (the "Assignor"), has used the trademarks, service marks and trade names as set forth on the attached Schedule A (collectively, the "Marks"); and

WHEREAS, CD-Rom Technologies, Inc., a Delaware corporation (the "Assignee"), is desirous of acquiring any and all rights that Assignor may have in and to the Marks and the registrations therefor, together with the goodwill of the business in connection with which the Marks are used and which are symbolized by the Marks, along with the right to recover for damages and profits for past infringements thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the Marks and the registrations therefor, together with the goodwill of the business in connection with which the Marks are used and which are symbolized by the Marks, along with the right to recover for damages and profits for past infringements thereof.

In connection with the foregoing, Assignor agrees to execute and deliver at the reasonable request of the Assignee, all papers, instruments and assignments, and to perform any other reasonable acts, the Assignee may require in order to vest all of Assignor's rights, title and interest in and to the Marks in the Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by the Assignee, to the extent such evidence is in the possession or control of Assignor.

PRO CD, INC.

By: Rodger S. Kline
Rodger S. Kline
Chairman of the Board

Date: 9-4-97

Subscribed and sworn to before me at the

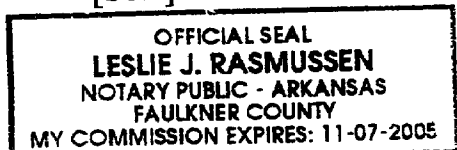
City of Conway, State of Arkansas

This 4 day of September, 1997

Signature Leslie J. Rasmussen

My commission expires 11-7-2005

[Seal]



**SCHEDULE OF
TRADEMARKS AND SERVICE MARKS**

1. REGISTERED MARKS

<u>MARK</u>	<u>REGIS. NO.</u>	<u>REGIS. DATE</u>
CANADA HOME PHONE	2,046,753	03/18/97
CANADA PHONE	1,947,780	01/09/96
HOME PHONE	1,951,197	01/23/96
LISTMAGIC	2,013,690	11/05/96
LIST MATCH	2,045,003	03/11/97
MAPVIEW	2,026,809	12/31/96
NET PHONE	1,961,777	03/12/96
PRO CD	2,013,407	11/05/96
PRO CD	1,901,521	06/27/95
PRO CD AND DESIGN	2,021,865	12/10/96
SELECT MAIL	2,064,063	05/20/97
SELECT PHONE	2,010,441	10/22/96
SELECT STREET ATLAS	2,014,370	02/25/97
SMARTFIND	2,013,689	11/05/96

2. PENDING REGISTRATION APPLICATIONS

<u>MARK</u>	<u>SERIAL NO.</u>	<u>FILING DATE</u>
ADDRESS CORRECTOR	75/153805	08/21/96
ADDRESS LOCATOR	74/735527	09/28/95
CANADA BUSINESS PHONE	74/715610	08/15/95
DIRECTORY NAVIGATOR	75/017844	11/13/95
FIND WHAT YOU'VE BEEN MISSING	74/637638	02/23/95
GEOPOINT	75/043339	01/16/96
GEOTARGET	75/043404	01/16/96
MISCELLANEOUS DESIGN (PHONE)	74/735135	09/28/95

POPPHONE

75/226636

01/15/97

POSTAL WIZARD

75/153671

08/21/96

ZIPFLX

75/018225

11/13/95

SCHEDULE A

Page 1 of 2

TRADEMARKS, SERVICE MARKS AND TRADE NAMES**1. REGISTERED MARKS (ALL U.S.)**

MARK	REGISTRATION NO.	REGISTRATION DATE
BUSINESS PHONE	2,041,489	02/25/97
CANADA HOME PHONE	2,046,753	03/18/97
CANADA PHONE	1,947,780	01/09/96
DIRECTPHONE	1,901,178	06/20/95
HOME AND BUSINESS PHONE	2,041,490	02/25/97
HOME PHONE	1,951,197	01/23/96
LISTMAGIC	2,013,690	11/05/96
LIST MATCH	2,045,003	03/11/97
MAPVIEW	2,026,809	12/31/96
NET PHONE	1,961,777	03/12/96
PRO CD	2,013,407	11/05/96
PRO CD	1,901,521	6/27/95
PRO CD AND DESIGN	2,021,865	12/10/96
PROPHONE	1,902,456	07/04/95
SELECT MAIL	2,064,063	05/20/97
SELECT PHONE	2,010,441	10/22/96
SELECT STREET ATLAS	2,014,370	02/25/97
SMARTFIND	2,013,689	11/05/96
THE NATIONAL TELEPHONE DIRECTORY ON CD-ROM	1,898,371	06/06/95
THE NEW MEDIA TELEPHONE BOOK	1,884,404	03/14/95

PENDING REGISTRATION APPLICATIONS

MARK - U.S.	SERIAL NO.	FILING DATE
ADDRESS CORRECTOR	75/153805	08/21/96
ADDRESS LOCATOR	74/735527	09/28/95
CANADA BUSINESS PHONE	74/715610	08/15/95
DIRECTORY NAVIGATOR	75/017844	11/13/95
FIND WHAT YOU'VE BEEN MISSING	74/637638	02/23/95
GEOPOINT	75/043339	01/16/96
GEOTARGET	75/043404	01/16/96
MISCELLANEOUS DESIGN (PHONE)	74/735135	09/28/95
POPPHONE	75/226636	01/15/97
POSTAL WIZARD	75/153671	08/21/96
SELECTWEB	75/043361	01/16/96
THE PHONEBOOK THAT WILL BUILD YOUR BUSINESS	75/165560	09/13/96
THE SOFTWARE THAT WILL SIMPLIFY YOUR BUSINESS MAILINGS	75/165235	09/13/96
UK PHONE	75/043719	01/12/96
ZIPFIX	75/018225	11/13/95

SCHEDULE A

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TRADEMARKS, SERVICE MARKS AND TRADE NAMES

MARK - CANADA

MARK	REGISTRATION NO.	REGISTRATION DATE
CANADA BUSINESS PHONE	791091	08/28/95
CANANDA HOME PHONE	791090	08/28/95
CANADA PHONE	790867	08/23/95
LIST MATCH	791093	08/28/95
PRO CD	791094	08/28/95

3. UNREGISTERED MARKS (No Application filed)

MARK
LISTINGS DELUXE
SELECT BUSINESS & RESIDENTIAL
SELECTLINK
ZIPFINDER