

10-05-2001

ET

Docket No.:

51988-6 Legacy Interactive



101866193

attached original documents or copy thereof.

To the Honorable Commissioner of Pat.

1. Name of conveying party(ies):

Legacy Software, Inc.

10-5-01

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

- Association
- Limited Partnership

Additional names(s) of conveying party(ies) Yes No

2. Name and address of receiving party(ies):

Name: Talk Visual Corporation

Internal Address: _____

Street Address: 550 Biscayne Boulevard, Suite 706

City: Miami State: FL ZIP: 33157

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

3. Nature of conveyance:

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

Execution Date: September 30, 2000

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,901,586
2,252,052

Additional numbers Yes No

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

Name: Miriam Claire Beezy, Esq.

Internal Address: _____

Street Address: 1900 Avenue of the Stars, Suite 2100

City: Los Angeles State: CA ZIP: 90064

6. Total number of applications and registrations involved:.....

2

7. Total fee (37 CFR 3.41):.....\$ \$65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

501833

DO NOT USE THIS SPACE

10/09/2001 DBYRNE 00000028 501833 1901586

1 FC:481 40.00 CH
2 FC:482 25.00 CH

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.

Miriam Claire Beezy

Name of Person Signing

Miriam Claire Beezy

Signature

October 3, 2001

Date

Total number of pages including cover sheet, attachments, and

3

TRADEMARK

ASSIGNMENT OF TRADEMARKS

WHEREAS, Legacy Software, Inc., a California corporation (which subsequently became a Delaware corporation), with its principal place of business at 8521 Reseda Blvd., Northridge, California 91324, ("ASSIGNOR"), is the listed Applicant and Registrant of certain trademark and service mark registrations and applications therefor, identified and listed below (collectively the "MARKS");

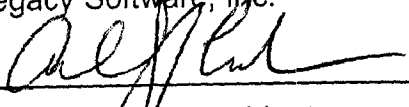
WHEREAS, Talk Visual Corporation, a Nevada corporation, with its principal place of 530 Biscayne Blvd., Suite 706, Miami, FL 33157 ("ASSIGNEE") has acquired said marks effective September 30, 2000; and


In consideration of one dollar, and other valuable and lawful consideration, the receipt of which from ASSIGNEE is hereby acknowledged by ASSIGNOR, ASSIGNOR does hereby assign to ASSIGNEE, its successors and assigns, absolutely and forever, all of its right, title and interest, whether statutory or at common law, in and to the MARKS together with the goodwill of the business symbolized by the MARKS throughout the world and all registrations and pending applications therefor, in all countries throughout the world, together with all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements.

MARK	REGISTRATION NO.
LEGACY SOFTWARE	1,901,586
EMERGENCY ROOM	2,252,052

ASSIGNOR agrees to execute such further papers and do such other acts as may be necessary and proper to vest full title in and to the MARKS in ASSIGNEE or which may be necessary to obtain, renew, issue or enforce the MARKS.

The United States Patent and Trademark Office and other trademark offices are authorized to issue registration certificates for the MARKS to ASSIGNEE in accordance with this agreement.

Legacy Software, Inc.
By: 
Ariella Lehrer, President
(Assignor)

Talk Visual Corporation
By: 
Clinton H. Snyder
Chief Financial Officer
(Assignee)

5198800002-1214568.1