

01-04-2002
101934724

To the Honorable Commissioner of Patents and Trademarks

attached original documents or copy thereof.

1. Name of conveying party(ies):
TAP Associates, L.P.
12/21/01
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Georgia
 Other _____
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Cousins Properties Incorporated
Internal
Address: Suite 1600
Street
Address: 2500 Windy Ridge Parkway
City: Atlanta State GA Zip 30339
 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State GA
 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: December 20, 2001

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
75212543
Additional number(s) attached Yes No

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Michael D. Hobbs, Jr., Esq.
Internal Address: Bank of America Plaza
Suite 5200
Street Address: 600 Peachtree Street, N.E.
City: Atlanta State GA Zip: 30308-2216

6. Total number of applications and registrations involved:..... 1
7. Total fee (37 CFR 3.41)..... \$ 40.00
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number:
20-1507
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

01 03/2002 BYRNE 00000167 75212543
9. Statement and signature, 40.00 OP
01 FC:481
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.
Michael D. Hobbs, Jr., Esq. [Signature] 12/21/01
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 2

EXHIBIT A

SERVICE MARK ASSIGNMENT

THIS SERVICE MARK ASSIGNMENT AGREEMENT ("Agreement") is executed this 20th day of December, 2001 (the "Closing Date") by and between TAP Associates, L.P., a Georgia Limited Partnership, composed of Lawrence P. Kelly, and/or all such other persons or entities owning an interest in the Service Mark as may be designated by the Parties, (collectively "Assignor"), and Cousins Properties Incorporated, a Georgia corporation ("Assignee").

W I T N E S S E T H

WHEREAS, Assignor is the owner of the service mark "THE AVENUE" (the "Service Mark"); and

WHEREAS, Assignor is the owner of all right, title and interest in and to the federal application for the Service Mark, Application Serial No. 75/212543 (the "Application"); and

WHEREAS, Assignee and Assignor desire to enter into this Assignment to effect the transfer of the Service Mark and the Application;

NOW, THEREFORE, for and in consideration of the premises and the mutual promises hereinafter set forth and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee hereby agree as follows:

1. Transfer and Assignment. Assignor hereby transfers and assigns to Assignee all right, title and interest in and to the Service Mark and the Application and the underlying business identified thereby, together with the goodwill of the business symbolized by the Service Mark and the Application, along with the right to recover for damages and profits and other remedies for past infringement of the Service Mark and the Application.

2. Further Documentation and Actions. Assignor hereby agrees to execute and deliver to Assignee any further documents and instruments, and to do any and all further acts, deemed necessary by Assignee to vest in Assignee all right, title and interest in and to the Service Mark and the Application, and to enable such right, title and interest to be recorded in the United States Patent and Trademark Office and any other appropriate governmental authority or agency of the United States.

"ASSIGNOR"
TAP ASSOCIATES, L.P.

By: 

Name: LAWRENCE P KELLY

Title: general partner

Date: 12-18-01