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101973800

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

1. Name of conveying party(ies):

UNIFI Network LLC
1155 Peachtree Street
Atlanta, Georgia 30309

1-19-02

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation -
- Other Delaware Limited Liability Company

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

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

Name: EBS ACQUISITION CORP.

Street Address: One Mellon Center

City: Pittsburgh State: Pennsylvania ZIP: 15258

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation - State of Pennsylvania
- 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) and address(es) attached? Yes No

3. Nature of conveyance:

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

Execution Date: January 1, 2002

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

- | | |
|---------------------------------|----------------------------------|
| A. Trademark Application No.(s) | B. Trademark Registration No.(s) |
| <u>75/919,147</u> | 75/919,125 |
| 76/056,421 | 76/055,103 |
| 76/090,836 | 76/090,837 |
| 76/090,838 | 76/120,030 |
| 76/120,031 | |

Additional numbers attached? Yes No

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

Name: David W. Opderbeck, Esq.
Internal Address: McCarter & English, LLP
4 Gateway Center

Street Address: 100 Mulberry Street

City: Newark State: New Jersey ZIP: 07101

6. Total number of applications and registrations involved: [9]

7. Total Fee (37 CFR 3.41): \$ 240.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:
(Attach duplicate copy of this page if paying by deposit account.)

501402

02/05/2002 ANNEXB1 00000243 501402 75919147

01 FC:481 40.00 CH
02 FC:482 200.00 CH

DO NOT USE THIS SPACE

9. Statement and Signature.

To the best of your knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

David W. Opderbeck
Name of Person Signing


Signature

January 16, 2002
Date

Total number of pages comprising cover sheet: [5]

ASSIGNMENT OF TRADEMARKS AND GOODWILL

This Assignment is made effective as of January 1, 2002 from UNIFI Network LLC, a Delaware limited liability company with offices at 1155 Peachtree Street, Atlanta, Georgia 30309 ("Assignor") to EBS Acquisition Corp., a Pennsylvania corporation, of One Mellon Center, Room 4826, Pittsburgh, Pennsylvania 15258 ("Assignee").

WHEREAS, Assignor is the owner of the United States trademark applications listed and/or described on Schedule A attached hereto and made a part hereof (such trademarks under application, the "Marks");

WHEREAS, Assignor has used in its business in the United States the trademarks listed and/or described on Schedule B attached hereto and made a part hereof (such trademarks, the "Common Law Marks");


WHEREAS, Assignee is desirous of acquiring all of Assignor's right, title and interest in and to the Marks and the Common Law Marks; and

WHEREAS, Assignor has agreed to assign the Marks and the Common Law Marks to Assignee.

NOW THEREFORE, for the sum of one dollar (\$1.00), and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign, grant and convey to Assignee (i) the entire right, title and interest of Assignor in the Marks, and all resulting registrations with respect to same, (ii) the entire right, title and interest of Assignor in the Common Law Marks, (iii) the goodwill of the business symbolized by the Marks and the Common Law Marks, and (iv) right to sue and to recover all damages and other appropriate relief for all past infringement of the Marks and the Common Law Marks. Assignor will execute any and all further documents necessary to transfer to Assignee title in and to the Marks.

IN TESTIMONY WHEREOF, Assignor has executed this Assignment on the day and year first above written.

UNIFI Network LLC

By: 
Name: Chris Simmons
Title: Vice President

Schedule A

Trademark Applications in the Name of UNIFI Network LLC

<u>Trademark</u>	<u>Serial No.</u>	<u>Filing Date</u>
UNIFI.COM	75/919,147	February 15, 2000
UNIFI	75/919,125	February 15, 2000
UNIFI	76/056,421	May 25, 2000
UNIFI NETWORK	76/055,103	May 24, 2000
I & Design	76/090,836	July 18, 2000
UNIFI & Design	76/090,837	July 18, 2000
UNIFI NETWORK & Design	76/090,838	July 18, 2000
IUNIFI (Stylized)	76/120,030	August 31, 2000
IUNIFI	76/120,031	August 31, 2000

Schedule B

Common Law Trademarks

UNIFI NETWORK.COM

IWONDER

IWONDER.COM

KWASHA LIPTON

KWASHA

KL