

Trademark

FORM PTO-1595
(Rev. 6-93)

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Patent and Trademark Office

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OMB No. 0651-0011

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Send original documents or copy thereof.

To the Honorable Commissioner of

102104104

1. Name of conveying party(ies):

TOP STAR DISTRIBUTION GROUP INC

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

2. Name and address of receiving party(ies)

Name REX INC

Internal Address:

10-30-2000

U.S. Patent & TMO/TM Mail Report Dt. #26

3. Nature of conveyance:

Assignment

Merger

Security Agreement

Change of

Other

Street Address: 19 KILLARNEY ST

City: RICHMOND HILL State: ON ZIP: L4B 3B4

CANADA

Execution Date:

Additional name(s) & address(es) attached? Yes No

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

75/585255 (1+)

If this document is being filed together with a new application, the execution date of the application is:

A. Patent Application No.(s)

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: REX INC

Internal Address:

Street Address: 19 KILLARNEY ST

City: RICHMOND HILL State: ON ZIP: L4B 3B4

CANADA

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

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

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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.

A. MISSACHI

Name of Person Signing

Signature

Oct 27, 2000 (Date)

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

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

**IN THE MATTER OF THE TRADE-MARK "1&1"
FILED UNDER APPLICATION SERIAL NUMBER 75/585255
IN THE UNITED STATES PATENT & TRADEMARK OFFICE**

IN THE UNITED STATES PATENT & TRADEMARK OFFICE

ASSIGNMENT

This Trademark Agreement is made as of the date below, to be effective as of January 1, 1999.

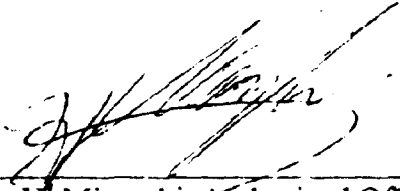
WHEREAS the undersigned **Top Star Distribution Group Inc.** ("Assignor"), a corporation located in the Province of Ontario in Canada, represents that it is the owner of United States Trademark filed under Application Serial Number 75/585255 for the trademark "1&1" represents that it is willing to assign the whole right, title and interest for the United States in and to the above identified Trademark for all the associated wares; and

WHEREAS **Rex Inc.** ("Assignee"), a corporation duly organized and existing under the laws of the Province of Ontario, Canada, located in the Province of Ontario, Canada, represents that it is desirous of acquiring the whole right, title and interest for the United States in and to the Trade-mark for all the wares associated with this mark.

NOW THEREFORE, the said Assignor confirms that it has sold, assigned and transferred for a sum of Ten dollars (\$10.00) herewith paid by Rex Inc. to Top Star Distribution Group Inc., the receipt and sufficiency of which is hereby acknowledged, and by these presents does sell, assign and transfer unto the said Assignee its successors and assigns, the whole right, title and interest for United States in and to the above identified Trademark together with the goodwill associated therewith.

EXECUTED this 1st day of January 1999.

By: **Top Star Distribution Group Inc.**

A handwritten signature in black ink, appearing to read 'H. Missaghi', written over a horizontal line.

per: H. Missaghi, Authorized Officer