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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies): Uecker & Associates, Inc., assignee for the benefit of the creditors of Laptop Lane, Ltd. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [x] Corporation-State [] Other 5.10.02 Additional name(s) of conveying party(ies) attached? [] Yes [x] No

2. Name and address of receiving party(ies) Name: Wayport, Inc. Internal Address: Street Address: 8303 N. Mopac, Suite 300 City: Austin State: Texas Zip: 78759 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [x] Corporation-State Delaware [] Other If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [x] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [] Yes [x] No

3. Nature of conveyance: [] Assignment [] Merger [] Security Agreement [] Change of Name [x] Other Bill of Sale and Assignment Execution Date: December 18, 2001

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 2,184,747 Additional number(s) attached [] Yes [x] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Dwayne K. Goetzel Internal Address: Conley, Rose & Tayon, P.C. Street Address: P.O. Box 398 City: Austin State: Texas Zip: 78767-0398

6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41) \$ 40.00 [] Enclosed [x] Authorized to be charged to deposit account 8. Deposit account number: 501505/5285-07900/DKG (Attach duplicate copy of this page if paying by deposit account)

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. Dwayne K. Goetzel Signature Date: May 10, 2002 Name of Person Signing Total number of pages including cover sheet, attachments, and document: 4

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

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OFFICE OF PUBLIC RECORDS 2002 MAY 10 PM 1:41 FINANCE SECTION

BILL OF SALE AND ASSIGNMENT

THIS BILL OF SALE AND ASSIGNMENT ("Bill of Sale"), is made and executed as of December 18, 2001, by Uecker & Associates, Inc. as assignee for the benefit of the creditors of Laptop Lane Limited ("Seller") to Wayport, Inc., a Delaware Corporation ("Buyer").

Seller hereby sells, grants, assigns, conveys, transfers and delivers unto Buyer, its successors and assigns, WITHOUT ANY REPRESENTATION OR WARRANTY OF ANY KIND, all of Seller's right, title and interest, if any, in and to the assets listed on the attached Exhibit A (the "Transferred Assets").

TO HAVE AND TO HOLD all of the foregoing Transferred Assets owned by Seller, unto Buyer, its successors and assigns, to its and their own use forever.

Nothing expressed or implied in this Bill of Sale shall be deemed to be an assumption by Buyer of any obligations or liabilities of Seller. Buyer does not by this Bill of Sale assume or agree to pay, perform or discharge any obligations or liabilities of Seller of any nature, kind or description whatsoever.

Nothing expressed or implied in this Bill of Sale is intended to confer upon any person, other than Seller and Buyer, and their respective successors and assigns, any rights, remedies, obligations or liabilities under or by reason of this Bill of Sale.

IN WITNESS WHEREOF, Seller has caused this Bill of Sale to be executed as of the day and year first above written.

UECKER & ASSOCIATES, INC., as
Assignee for the Benefit of the
Creditors of Laptop Lane Limited

By: 
Susan L. Uecker,
President

EXHIBIT A

The name "Laptop Lane Limited", any and all trademarks, whether registered or not, any and all service marks, whether or not trademarked or copyrighted, any and all tradenames, and any and all goodwill associated with each of the foregoing.

The following internet domain names:

laptoplane.com

_____.

Any and all patents (utility, provisional, or otherwise) including all pending registrations, divisionals, continuations, derivations, reissues, reexaminations, renewals, extensions, certificates and, applications associated therewith.

Any and all copyrights, copyright registrations and copyright applications.