

06-18-2002

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

RE



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

102125348

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

1. Name of conveying party(ies):

AT&T Corp.

FINANCE SECTION

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: December 31, 2001

2. Name and address of receiving party(ies)

Name: Citicorp

Internal

Address:

Street Address: 399 Park Avenue

City: N.Y. State: N.Y. Zip: 10043

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Delaware 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,688,473 1,689,638, 1,689,639 & 1,690,795

Additional number(s) attached Yes No

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

Name: Sara B. Blotner

Internal Address: sara.blotner@citicorp.com

Street Address: 425 Park Avenue

2nd Floor, Zone 1

City: N.Y. State: N.Y. Zip: 10043

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41): \$115.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

03-2040

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

DO NOT USE THIS SPACE

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.

Sara B. Blotner Name of Person Signing

Signature

Date

June 7, 2002

06/17/2002 DBYRNE 00000136 032040 1688473

Total number of pages including cover sheet, attachments, and document: 14 Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01 FC:481 02 FC:482

40.00 CH 75.00 CH

TRADEMARK AND SERVICE MARK ASSIGNMENT

THIS ASSIGNMENT is made as of the 31st day of December 2001 by AT&T CORP., a New York corporation located and doing business at 32 Avenue of the Americas, New York, New York 10013-2412 (hereinafter referred to as the "Assignor") to *CITICORP* a Delaware corporation, located and doing business at 399 Park Avenue, New York, New York (hereinafter referred to as the "Assignee").

WHEREAS, the Assignor has acquired certain rights in the SECUREBUY mark, including without limitation, the trademarks and service marks listed in Schedule A for the goods and services listed on Schedule A and the Horizon Background Design mark, including without limitation, the trademarks and service marks depicted in Schedule B and the federal registrations for which are listed in Schedule C (collectively hereinafter referred to as the "Assigned Marks"); and

WHEREAS, the Assignor is desirous of transferring and assigning to the Assignee, and the Assignee is desirous of acquiring from the Assignor, all of the Assignor's rights, title and interest in and to the Assigned Marks and all of the good will associated therewith, as well as all trademark registrations and applications set forth on Schedules A and C and any other rights the Assignor may have with respect to such Assigned Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the Assignor does hereby transfer, sell, convey and assign unto the Assignee of all of its worldwide rights, title and interest in and the Assigned Marks, and any and all registrations and applications therefore, including without limitation, the registrations identified on Schedules A and C, together with the good will of the business appertaining thereto and which is symbolized by each of the Assigned Marks and the worldwide right to sue for past infringements of the Assigned Marks.

The Assignor no representation or warranties with respect to the validity, registrability, enforceability or ownership of the Assigned Marks.

The Assignor shall execute any and all documents reasonably requested by Assignee to transfer or record ownership of the Assigned Marks listed on Schedules A and C including, but not limited to, Assignments, Transfers and related Powers of Attorney.

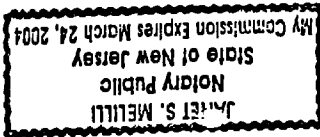
AT&T CORP.

By: Frank L. Palitano
Name: Frank L. Palitano
Title: Assistant Secretary

Sworn to Before Me

This 31st Day of Dec., 2001

Jane S. Mellillo
Notary Public



SECUREBUY Marks - SCHEDULE A

Country	Trademark Name	Appl.#	File Date	Reg.#	Reg. Date Class	Goods/Services
Australia	SECUREBUY	730723	25-Mar-199	730723	25-Sep-199 35,36	35 - PROVIDING INTERACTIVE SHOPPING SERVICES FEATURING A WIDE VARIETY OF GOODS AND SERVICES VIA A GLOBAL COMPUTER NETWORK
Brazil	SECUREBUY	819862010	25-Mar-199	819862010	30-Nov-19 38	PROVIDING INTERACTIVE SHOPPING SERVICES FEATURING A WIDE VARIETY OF GOODS AND SERVICES VIA A GLOBAL COMPUTER NETWORK
Brazil	SECUREBUY	819862029	25-Mar-199		36	CREDIT AND DEBIT CARD TRANSACTION PROCESSING SERVICES
China	SECUREBUY	970024047	21-Mar-199		36	CREDIT AND DEBIT CARD TRANSACTION PROCESSING SERVICES
Hong Kong	SECUREBUY	3917	25-Mar-199	81122468	25-Mar-199 9	COMPUTER HARDWARE AND SOFTWARE
Hong Kong	SECUREBUY	0008933	08-May-20		36	DEBIT AND CREDIT CARD SERVICES.
Hong Kong	SECUREBUY	3923	25-Mar-199	815910	25-Mar-199 42	ONLINE, INTERACTIVE SHOPPING AND TRANSACTION SERVICES
Indonesia	SECUREBUY	975164	25-Mar-199		35	PROVIDING INTERACTIVE SHOPPING SERVICES FEATURING A WIDE VARIETY OF GOODS AND SERVICES VIA A GLOBAL COMPUTER NETWORK
Indonesia	SECUREBUY	975163	25-Mar-199	413755	23-Jun-199 36	CREDIT AND DEBIT CARD TRANSACTION PROCESSING SERVICES
Japan	SECUREBUY	932068	25-Mar-199	4312564	03-Sep-199 35	PROVIDING INFORMATION ABOUT SELLING GOODS OR PROVIDING SERVICES VIA THE INTERNET; AGENCY FOR CONTACT TO PURCHASE AND SALE OF GOODS AND SERVICES VIA THE INTERNET. Examiner's amendment 5/18/99.
Japan	SECUREBUY	932069	25-Mar-199	4256007	26-Mar-199 35	CHARGES FORWARD IN PLACE OF A PAYMENT OF USERS OF A CREDIT CARD (As Amended 12/3/98)
Korea, Republic of	SECUREBUY	973928	24-Mar-199	0055651	18-Jul-1999 102	CREDIT AND DEBIT CARD TRANSACTION PROCESSING SERVICES

Trademark, November 66, 2001

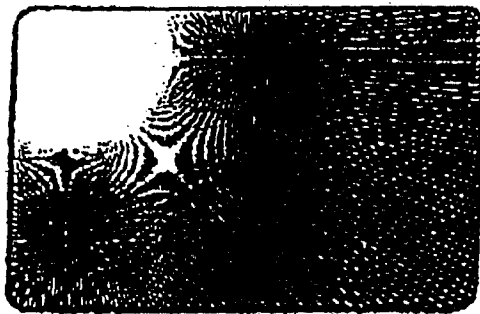
Country	Trademark Name	Appl. #	File Date	Reg. #	Reg. Date Class	Goods/Services
Korea, Republic of	SECUREBUY	873028	24-Mar-199	108		PROVIDING INTERACTIVE SHOPPING SERVICES FEATURING A WIDE VARIETY OF GOODS AND SERVICES VIA A GLOBAL COMPUTER NETWORK
Mexico	SECUREBUY	280822	25-Mar-199	558114	28-Aug-199 35	PROVIDING INTERACTIVE SHOPPING SERVICES FEATURING A WIDE VARIETY OF GOODS AND SERVICES VIA A GLOBAL COMPUTER NETWORK
Mexico	SECUREBUY	280823	25-Mar-199	558015	25-Mar-199 36	PROVIDING INTERACTIVE SHOPPING SERVICES FEATURING A WIDE VARIETY OF GOODS AND SERVICES VIA A GLOBAL COMPUTER NETWORK
New Zealand	SECUREBUY	274494	24-Mar-199	274494	25-Sep-199 36	CREDIT AND DEBIT CARD TRANSACTION PROCESSING SERVICES
New Zealand	SECUREBUY	274489	24-Mar-199	274489	25-Sep-199 36	CREDIT AND DEBIT CARD TRANSACTION PROCESSING SERVICES
Russian Federation	SECUREBUY	97704142	24-Mar-199	178300	05-Aug-199 36	PROVIDING INTERACTIVE SHOPPING SERVICES FEATURING A WIDE VARIETY OF GOODS AND SERVICES VIA A GLOBAL COMPUTER NETWORK
Saudi Arabia	SECUREBUY	38126	24-Mar-199	43432	19-Apr-199 35	CREDIT AND DEBIT CARD TRANSACTION PROCESSING SERVICES
Saudi Arabia	SECUREBUY	38121	24-Mar-199		36	PROVIDING INTERACTIVE SHOPPING SERVICES FEATURING A WIDE VARIETY OF GOODS AND SERVICES VIA A GLOBAL COMPUTER NETWORK
Singapore	SECUREBUY	5697497	13-Jun-199	79706874	15-Jan-199 35	CREDIT AND DEBIT CARD TRANSACTION PROCESSING SERVICES
Singapore	SECUREBUY	5697597	13-Jun-199	79706975G	13-Jun-199 36	35 INTERACTIVE SHOPPING SERVICES FEATURING A WIDE VARIETY OF GOODS AND SERVICES VIA A GLOBAL COMPUTER NETWORK
Switzerland	SECUREBUY	02339	24-Mar-199		35,36	CREDIT AND DEBIT CARD TRANSACTION PROCESSING SERVICES; ALL INCLUDED IN CLASS 36
Taiwan	SECUREBUY	86014018	24-Mar-199	102345	01-Sep-199 36	35-PROVIDING INTERACTIVE SHOPPING SERVICES FEATURING A WIDE VARIETY OF GOODS AND SERVICES VIA A GLOBAL COMPUTER NETWORK
Thailand	SECUREBUY	331146	25-Mar-199		36	CREDIT AND DEBIT CARD SERVICES
Thailand	SECUREBUY	331147	25-Mar-199		35	CREDIT AND DEBIT CARD TRANSACTION PROCESSING SERVICES

Thursday, November 06, 2001

Country	Trademark Name	Appl. #	File Date	Reg. #	Reg. Date Class	Goods/Services
United States of America	SECUREBUY	75218611	25-Sep-199	2240072	25-May-19 35,36	35 - PROVIDING INTERACTIVE SHOPPING SERVICES FEATURING A WIDE VARIETY OF GOODS AND SERVICES VIA A GLOBAL COMPUTER NETWORK
United States of America	SECUREBUY	75178612	08-Oct-199	2902527	27-Jun-200 35	36 - CREDIT AND DEBIT CARD TRANSACTION PROCESSING SERVICES (PER EXAMINER'S AMENDMENT TRANSFERRED FROM CLASS 42)
United States of America	SECUREBUY	75178567	08-Oct-199	2289400	10-Aug-199 9	PROVIDING A BONUS PROGRAM FOR TELECOMMUNICATIONS USERS, NAMELY, ARRANGING FOR USERS TO OBTAIN DISCOUNTS ON GOODS AND SERVICES FROM PARTICIPATING MERCHANTS, (BY EXAMINER'S AMENDMENT -1/24/97).
United States of America	SECUREBUY	75178558	08-Oct-189	2243159	04-May-18 36	COMPUTER HARDWARE AND SOFTWARE
Venezuela	SECUREBUY	5507	24-Mar-199		35	PREPAID TELEPHONE AND TELECOMMUNICATIONS CALLING CARD SERVICES
Venezuela	SECUREBUY	5508	24-Mar-199		36	PROVIDING INTERACTIVE SHOPPING SERVICES FEATURING A WIDE VARIETY OF GOODS AND SERVICES VIA A GLOBAL COMPUTER CREDIT AND DEBIT CARD TRANSACTION PROCESSING SERVICES

Trademark, November 06, 2001

Schedule B



SCHEDULE C

Trademark Name	Appl. #	File Date	Reg. #	Reg. Date	Class	Goods/Services
CREDIT CARD DESIGN	74037278	12-Mar-1990	1680785	02-Jun-1992	16	CREDIT CARDS.
CREDIT CARD DESIGN	74037277	12-Mar-1990	1688473	19-May-1992	36	CREDIT CARD SERVICE OFFERED IN CONNECTION WITH PURCHASING ITEMS FROM RETAIL STORES AND MAIL ORDER CATALOGS
CREDIT CARD DESIGN	74037281	12-Mar-1990	1689038	28-May-1992	36	CREDIT CARD SERVICES FOR THE PURCHASE OF TELECOMMUNICATIONS SERVICES.
CREDIT CARD DESIGN	74037879	12-Mar-1990	1689639	28-May-1992	36	FINANCIAL AND BANK CREDIT CARD SERVICES; NAMELY, CREDIT CARD AND DEBIT CARD SERVICES FOR TELECOMMUNICATIONS SERVICES, TRANSFER OF CARDHOLDER FUNDS, AND RETAIL PURCHASES; CASH DISBURSEMENT SERVICES.

Tuesday, November 06, 1991

Page 1 of 1

Int. Cl.: 16

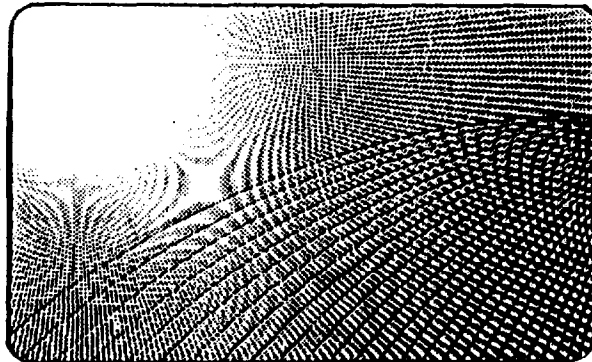
Prior U.S. Cl.: 37

United States Patent and Trademark Office

Reg. No. 1,690,795

Registered June 2, 1992

**TRADEMARK
PRINCIPAL REGISTER**



AMERICAN TELEPHONE AND TELEGRAPH
COMPANY (NEW YORK CORPORATION)
550 MADISON AVENUE
NEW YORK, NY 10022

FOR: CREDIT CARDS, IN CLASS 16 (U.S. CL.
37).

FIRST USE 3-26-1990; IN COMMERCE
3-26-1990.

THE LINING AND STIPPLING ARE FEAT-
URES OF THE MARK AND DO NOT INDI-
CATE COLOR.

THE MARK CONSISTS IN PART OF A
MOIRE BACKGROUND PATTERN AND CUR-
VILINEAR LINES.

SN 74-037,278, FILED 3-12-1990.

EDWARD NELSON, EXAMINING ATTORNEY

Int. Cl.: 36

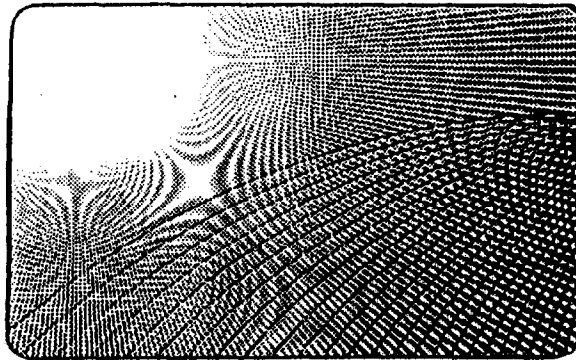
Prior U.S. Cl.: 102

United States Patent and Trademark Office

Reg. No. 1,688,473

Registered May 19, 1992

**SERVICE MARK
PRINCIPAL REGISTER**



AMERICAN TELEPHONE AND TELEGRAPH
COMPANY (NEW YORK CORPORATION)
550 MADISON AVENUE
NEW YORK, NY 10022

FOR: CREDIT CARD SERVICE OFFERED IN
CONNECTION WITH PURCHASING ITEMS
FROM RETAIL STORES AND MAIL ORDER
CATALOGS, IN CLASS 36 (U.S. CL. 102).

FIRST USE 3-24-1990; IN COMMERCE
3-24-1990.

THE LINING AND STIPPLING ARE FEAT-
URES OF THE MARK AND DO NOT INDI-
CATE COLOR.

THE MARK CONSISTS IN PART OF A
MOIRE BACKGROUND PATTERN AND CUR-
VILINEAR LINES.

SN 74-037,277, FILED 3-12-1990.

EDWARD NELSON, EXAMINING ATTORNEY



Int. Cl.: 36

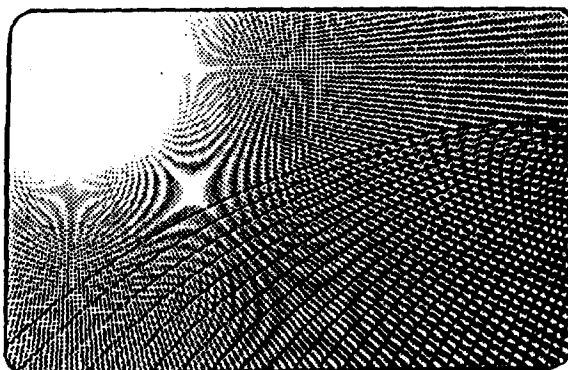
Prior U.S. Cl.: 102

United States Patent and Trademark Office

Reg. No. 1,689,638

Registered May 26, 1992

**SERVICE MARK
PRINCIPAL REGISTER**



AMERICAN TELEPHONE AND TELEGRAPH
COMPANY (NEW YORK CORPORATION)
550 MADISON AVENUE
NEW YORK, NY 10022

FOR: CREDIT CARD SERVICES FOR THE
PURCHASE OF TELECOMMUNICATIONS
SERVICES, IN CLASS 36 (U.S. CL. 102).

FIRST USE 3-24-1990; IN COMMERCE
3-24-1990.

THE LINING AND STIPPLING ARE FEAT-
URES OF THE MARK AND DO NOT INDI-
CATE COLOR.

THE MARK CONSISTS OF A MOIRE BACK-
GROUND PATTERN AND CURVILINEAR
LINES.

SN 74-037,281, FILED 3-12-1990.

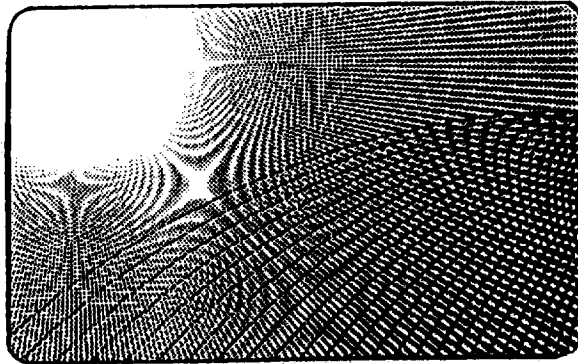
EDWARD NELSON, EXAMINING ATTORNEY

Int. Cl.: 36

Prior U.S. Cl.: 102

United States Patent and Trademark Office Reg. No. 1,689,639
Registered May 26, 1992

**SERVICE MARK
PRINCIPAL REGISTER**



AMERICAN TELEPHONE AND TELEGRAPH
COMPANY (NEW YORK CORPORATION)
550 MADISON AVENUE
NEW YORK, NY 10022

FOR: FINANCIAL AND BANK CREDIT
CARD SERVICES; NAMELY CREDIT CARD
AND DEBIT CARD SERVICES FOR TELE-
COMMUNICATIONS SERVICES, TRANSFER
OF CARDHOLDER FUNDS, AND RETAIL
PURCHASES; CASH DISBURSEMENT SER-
VICES, IN CLASS 36 (U.S. CL. 102).

FIRST USE 3-24-1990; IN COMMERCE
3-24-1990.

THE LINING AND STIPPLING ARE FEAT-
URES OF THE MARK AND DO NOT INDI-
CATE COLOR.

THE MARK CONSISTS IN PART OF A
MOIRE BACKGROUND PATTERN AND CUR-
VILINEAR LINES.

SN 74-037,679, FILED 3-12-1990.

EDWARD NELSON, EXAMINING ATTORNEY