

04-28-2003

FORM PTO-1595

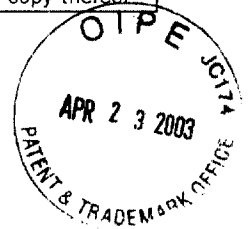
U.S. DEPARTMENT OF COMMERCE



102432541

To the Honorable Commissioner of Patents and Trademarks

Send original documents or copy thereof



4-23-03

1. Name of conveying party(ies):  
eMeritus Communications, Inc.  
1600 Viceroy Drive  
Dallas, TX 75235

2. Name and Address of receiving party(ies):  
The Trustees of the VarTec Business Trust, a Delaware trust, the trustees comprising of Gary D. Egger, a U.S. Citizen, A. Joe Mitchell, Jr., a U.S. citizen and Michael G. Hoffman, a U.S. citizen  
1600 Viceroy Drive  
Dallas, TX 75235

3. Nature of conveyance:  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other: \_\_\_\_\_  
Execution Date(s): April 22, 2003

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designation must be a separate document from Assignment) Additional names and addresses attached?  Yes  No

4. Application number(s) or registration number(s):  
A. Trademark Application Nos. 78/035,613 and 78/035,615  
B. Trademark Registration No.  
C. Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
KATTEN MUCHIN ZAVIS ROSENMAN Our Docket: 214032.00003  
Attention: Roger P. Furey  
1025 Thomas Jefferson Street, N.W.  
East Lobby, Suite 700  
Washington, D.C. 20007-5201

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00 (\$40.00 for the first trademark, and \$25.00 for each additional trademark)  
 Check Attached for Payment of the above fee.  
 Authorized to be charged to deposit account.

8.  Deposit Account No.: 50-1877 (Any underpayment is authorized to be charged to this Deposit Account)  
(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.

Sylvia D. Davis  
Name of Person Signing

Signature

April 23, 2003  
Date

Total number of pages including cover sheet: 2

04/25/2003 ECOOPER 00000308 501877 78035613

01 FC:8521 40.00 CH  
02 FC:8522 25.00 CH

**Trademark Assignment From  
eMeritus Communications, Inc. To The Trustees of the VarTec Business Trust**

This Assignment is made this 22nd day of April, 2003, by eMeritus Communications, Inc., a Delaware corporation ("Assignor"), located at 1600 Viceroy Drive, Dallas, Texas 75235, to The Trustees of the VarTec Business Trust, a Delaware trust, the trustees comprising of Gary D. Egger, a U.S. Citizen, A. Joe Mitchell, Jr., a U.S. citizen and Michael G. Hoffman, a U.S. citizen, ("Assignee"), located at 1600 Viceroy Drive, Dallas, Texas 75235.

WHEREAS, Assignor has adopted and used in its business U.S. Trademark Application Serial Nos. 78/035,613 for the mark EMERITUS, and 78/035,615 for the mark EMERITUS COMMUNICATIONS (the "Trademarks");

WHEREAS, Assignee desires, and Assignor has agreed to assign to Assignee, the entire right, title and interest in and to the Trademarks, together with the goodwill of the business connected with the use of and symbolized by the Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee its entire right, title, and interest in, to and under the Trademarks, together with the goodwill of the business connected with the use of and symbolized by the Trademarks and the right to sue and recover for any past infringements of the Trademarks.

FURTHER, Assignor agrees to execute and provide promptly after its execution hereof, such further instruments, documents or assignments as may be reasonably necessary to effectuate the purposes of this transaction and to consolidate, vest and record in Assignee Assignor's rights in and to the Trademarks.

IN WITNESS WHEREOF the Assignor has executed this instrument.

Dated: April 22, 2003

eMeritus Communications, Inc.

By: 

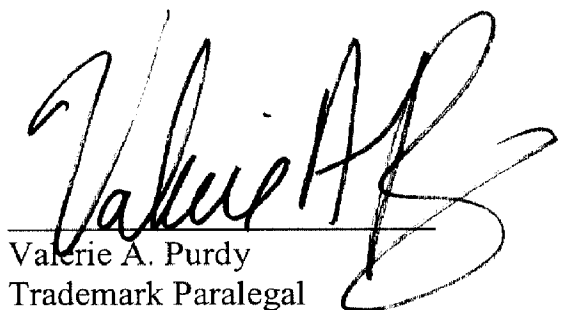
Name: Melissa A. Drennan

Title: Assistant Secretary

**CERTIFICATE OF HAND DELIVERY**

Date of Deposit: April 23, 2003

I hereby certify that the foregoing **Recordation Cover Sheet with Assignment Document** for the marks **EMERITUS** and **EMERITUS COMMUNICATIONS** in **International Classes 36 and 38** (U.S. Application Serial Nos. 78/035,613 and 78/035,615) has been deposited with the United States Patent and Trademark Office, on the date indicated above, and is addressed to: Commissioner of Patents and Trademarks, Washington, D.C. 20231: BOX Assignments - Fee.



Valerie A. Purdy  
Trademark Paralegal  
KATTEN MUCHIN ZAVIS ROSENMAN  
1025 Thomas Jefferson St. N.W.  
East Lobby - Suite 700  
Washington, D.C. 20007  
(202) 625-3649