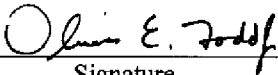


RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

<p>1. Name of conveying party(ies):</p> <p>Miles Samaratne 34C Batoum Gardens London W6 7QD, United Kingdom</p> <p><input checked="" type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation - State: United Kingdom</p> <p>Additional name(s) attached? No</p>	<p>2. Name and address of receiving party(ies)</p> <p>Cheers International Telecom Limited Britannia House 1-11 Glenthorne Road London W6 0LH, United Kingdom</p> <p><input type="checkbox"/> Individual(s) citizenship: <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation - State: United Kingdom</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Additional name(s) and address(es) attached? No</p>
<p>3. Nature of Conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Merger <input type="checkbox"/> Other (specify):</p> <p>Execution Date: 9/22/2003</p>	
<p>4. Application number(s) and/or registration number(s):</p> <p><input checked="" type="checkbox"/> The document relates to Trademark Application No.(s): 78/058,064 78/068,658 78/068,670</p> <p><input type="checkbox"/> The document relates to Registration No.(s):</p> <p>Additional numbers attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Oliver E. Todd, Jr. MacMillan, Sobanski & Todd, LLC One Maritime Plaza, Fourth Floor 720 Water Street Toledo, Ohio 43604 Fax 419-255-9639</p> <p>Docket: 1-23075</p>	<p>6. Total number of applications and registrations involved: 33</p> <p>7. Total Fee (37 CFR 3.14)</p> <p>Recordal Fee: \$90.00</p> <p>Please charge the recordal fee to MacMillan, Sobanski & Todd, LLC, Deposit Account No. 13-0005</p>
<p>8. Statement and signature. <i>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.</i></p> <p>Oliver E. Todd, Jr.  9/30/03 Name of Person Signing Signature Date</p>	

CH \$90.00 130005 78058064

TRADEMARK ASSIGNMENT

WHEREAS, Miles Samaratne of 34C Batoum Gardens, London W6 7QD, United Kingdom, hereinbelow called "Assignor", owns certain trademarks which are covered by pending applications in the United States Patent and Trademark Office as follows:

<u>Mark</u>	<u>Application No.</u>	<u>Classes</u>	<u>Filing Date</u>
CHEERS	78/058,064	6, 9, 36, 38, 42	April 12, 2001
CAPTAIN FIRESTAR	78/068,658	6, 9, 16, 21, 25, 28, 30, 32, 36, 38	June 12, 2001
Elephant Head Logo	78/068,670	6, 9, 16, 20, 21, 24, 25, 26, 27, 28, 30, 32, 34, 36	June 12, 2001

WHEREAS, Assignor has intended to use the marks covered by the applications in commerce and has filed the above identified applications indicating that intention, but has not yet filed an allegation of use, and applicant is assigning such mark as a part of the transfer to Assignee of the assets and portion of his entire business to which the marks pertains, as required by 15 U.S.C. §1060.

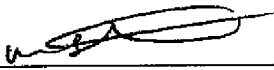
WHEREAS, Cheers International Telecom Limited, having a place of business at Britannia House, 1-11 Glenthorne Road, London W6 0LH, United Kingdom, a United Kingdom company, hereinbelow called "Assignee", is desirous of acquiring the entire right, title and interest in and to the said trademarks and in and to any registrations, renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith;

Trademark Assignment of Miles Samaratne
Page 2 of 2


THEREFORE, BE IT KNOWN that for and in consideration of the sum of One Hundred Pounds (£100) to it in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor has sold, assigned, transferred and by these presents does hereby sell, assign, and transfer unto the said Assignee, its successors or assigns, the entire right, title and interest in and to the said trademarks, applications and registrations and in and to any renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith and the assets and portion of his entire business to which the marks pertains, and any right to recover for past infringement thereof.

This Assignment is executed at this 22 day of September, 2003.

Miles Samaratne



Witnessed:



Name: Joanna Amadio