

06-17-2003

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U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents

102474839

Attached original documents or copy thereof.

1. Name of conveying party(ies):

White Directory Publishers, Inc.

- ☐ Individual(s) ☐ Association  
☐ General Partnership ☐ Limited Partnership  
☒ Corporation-State New York  
☐ 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: June 10, 2003

2. Name and address of receiving party(ies):

Name: HSBC Bank USA

Internal Address:

Street Address: One HSBC Center

City: Buffalo State: NY ZIP: 14203

- ☐ Individual(s) citizenship  
☐ Association  
☐ General Partnership  
☐ Limited Partnership  
☐ Corporation-State  
☒ Other New York banking corporation

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)

See Exhibit A

B. Trademark registration No.(s)

See Exhibit A

Additional numbers attached? ☒ Yes ☐ No

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

Name: Annabelle V. Irey

Internal Address: Phillips, Lytle, Hitchcock,

Blaine & Huber LLP

Street Address: 3400 HSBC Center

City: Buffalo State: NY ZIP: 14203

6. Total number of applications and registrations involved:

12

7. Total fee (37 CFR 3.41): \$315.00

☒ Enclosed

☐ Authorized to be charged to deposit account

8. Deposit account number:

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

06/16/2003 EDOOPER 00000006 1996500

DO NOT USE THIS SPACE

01 FC:0321  
02 FC:0322

40.00 OP  
275.00 OP

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.

Annabelle V. Irey

Name of Person Signing

*Annabelle V. Irey*  
Signature

6/11/03

Date

Total number of pages comprising cover sheet:

TRADEMARK

REEL: 002755 FRAME: 0545

## EXHIBIT A

### To Supplemental Notice of Security Interest in Trademarks

#### TRADEMARKS

|    | <u>Trademark<br/>Registration</u>      | <u>Registration<br/>Number</u> | <u>Registration<br/>Date</u> |
|----|--|--------------------------------|------------------------------|
| 1. | The Talking Phone Book                 | 1,996,500                      | 8/27/96                      |
| 2. | The Electronic Talking<br>Phone Book   | 2,151,400                      | 4/14/98                      |
| 3. | Miscellaneous Design                   | 1,835,656                      | 5/10/94                      |
| 4. | Buffalo Talks                          | 2,693,701                      | 3/04/03                      |
| 5. | Go Ahead Use Me,<br>Everyone Else Does | 1,782,882                      | 4/24/98                      |
| 6. | The Talking Phone Book<br>(and design) | 2,425,974                      | 2/06/01                      |
| 7. | WNY Entertainment<br>Search            | 2,505,625                      | 11/06/01                     |
| 8. | WNY Local Search Engine                | 2,560,516                      | 4/09/02                      |

#### APPLICATIONS

|    | <u>Application</u>   | <u>Application Number</u> | <u>Application Date</u> |
|----|--|---------------------------|-------------------------|
| 1. | City Talks   | 75/931,031                | 2/28/00                 |
| 2. | Miscellaneous Design<br>(Picture of Talking Phone<br>Book) | 76/453,616                | 9/30/02                 |
| 3. | More to Say  | 76/453,615                | 9/30/02                 |
| 4. | My Buffalo   | 75/871,065                | 12/13/99                |

## SUPPLEMENTAL NOTICE OF SECURITY INTEREST IN TRADEMARKS

Notice is hereby given that as a supplement to the Trademark Collateral Assignment and Security Agreement dated March 10, 1999, as amended on the date hereof and as may be further amended from time to time ("Trademark Security Agreement") as recorded with the United States Patent and Trademark Office on March 17, 1999 at reel 1871 and frame 0433, **WHITE DIRECTORY PUBLISHERS, INC.**, a New York corporation, with its principal place of business located at 1945 Sheridan Drive, Tonawanda, New York 14223 ("Debtor") has granted a security interest to **HSBC BANK USA**, a New York bank with a place of business at One HSBC Center, Buffalo, New York 14203 ("Secured Party"), in and to all of the trademarks listed on the exhibit(s) thereto and including, without limitation, the trademarks listed on Exhibit A attached hereto and the applications, registrations and goodwill associated therewith, pursuant to the Trademark Security Agreement and as the same may be amended or supplemented from time to time.

Dated: As of June 10, 2003

**WHITE DIRECTORY PUBLISHERS, INC.**

By

  
**Richard D. Lewis**

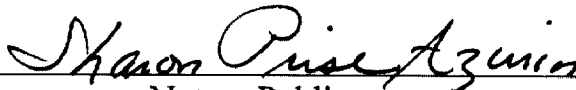
**President and Chief Executive Officer**

STATE OF NEW YORK

)  
)SS.:  
)

COUNTY OF ERIE

On the 10<sup>th</sup> day of June in the year 2003, before me, the undersigned, personally appeared Richard D. Lewis, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.



Notary Public

BFLO Doc # 1297213.1

**SHARON PRISE AZURIN**  
Notary Public, State of New York  
Qualified in Erie County  
My Commission Expires 3/13/20 04