

12-17-2003

SHEET
1LYU.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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To the Honorable Commissioner of F

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attached original documents or copy thereof.

1. Name of conveying party(ies):

White Directory of Florida, Inc.

12-15-03

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State Florida
☐ 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 5, 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)

B. Trademark registration No(s)

2,359,665

2,316,467

2,103,145

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 LLP

Street Address: 3400 HSBC Center

City: Buffalo State: NY ZIP: 14203

6. Total number of applications and registrations involved:

3

7. Total fee (37 CFR 3.41):..... \$ 90

☒ Enclosed☐ Authorized to be charged to deposit account

8. Deposit account number:

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

12/16/2003 ECOOPER 00000112 2359665

DO NOT USE THIS SPACE

01 FC:8521
02 FC:852240.00 OP
50.00 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

Signature

Date

December 12, 2003

Total number of pages comprising cover sheet: _____


TRADEMARK
REEL: 002880 FRAME: 0121

NOTICE OF SECURITY INTEREST

Notice is hereby given that WHITE DIRECTORY OF FLORIDA, INC., a Florida corporation with an address at c/o White Directory Publishers, Inc., 1945 Sheridan Drive, Buffalo, New York 14223 ("Debtor") has granted a security interest to HSBC Bank USA with its principal place of business located at One HSBC Center, Buffalo, New York 14203 ("Secured Party"), in and to all of its trademarks, including, without limitation, the trademarks listed on Exhibit A and the applications and registrations associated therewith, pursuant to an agreement between Debtor and Secured Party dated of even date herewith and as the same may be amended or supplemented from time to time.

Dated: As of December 5, 2003

WHITE DIRECTORY OF FLORIDA, INC.

By 

Name: Mark A. Davis

Title: Vice President

STATE OF NEW YORK)
) ss.:
COUNTY OF ERIE)

On the 8 of December in the year 2003, before me, the undersigned, personally appeared Mark A. Davis, 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

LORI BIDLACK
Notary Public, State of New York
No. 01BI6046125
Qualified in Niagara County
Certificate Filed in Erie County
Commission Expires August 07, 2006

TRADEMARK
REEL: 002880 FRAME: 0122

Exhibit A

<u>U.S. Trademarks/ Service Marks</u>	<u>Registration No.</u>	<u>Registration Date</u>
"Besttalk"	2,359,665	06/20/2000
"Besttalk"	2,316,467	02/08/2000
"Besttalk"	2,103,145	10/07/1997

BFLO Doc. # 1342078.1

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