

02-12-2004



To the Honorable Commissioner of Patents

102667778

original documents or copy thereof.

1. Name of conveying party(ies): Jacinto L. Ayala 2-10-04
Individual(s) [checked] Association []
General Partnership [] Limited Partnership []
Corporation-State []
Other []
Additional name(s) of conveying party(ies) attached? [] Yes [checked] No

2. Name and address of receiving party(ies)
Name: AmeriChoice Alliance, Inc.
Internal Address: Building 2, Suite 321
Street Address: 2920 N. Green Valley Parkway
City: Henderson State: NV Zip: 89014
Individual(s) citizenship []
Association []
General Partnership []
Limited Partnership []
Corporation-State Nevada [checked]
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 [checked] No

3. Nature of conveyance:
Assignment [checked] Merger []
Security Agreement [] Change of Name []
Other []
Execution Date: 12/19/2003

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s) 2,467,983, 2,023,463
Additional number(s) attached [] Yes [checked] No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: David L. Newman
Internal Address: Suite 4200
55 East Monroe Street
Chicago, IL 60603-5803
Street Address: 55 East Monroe Street
City: Chicago, State: IL Zip: 60603-5803

6. Total number of applications and registrations involved: 2
7. Total fee (37 CFR 3.41) \$ 65.00
Enclosed [checked]
Authorized to be charged to deposit account []

8. Deposit account number:

9. Signature.
David L. Newman
Name of Person Signing
Signature
Date 2/5/04
Total number of pages including cover sheet, attachments, and document: 2

02/11/2004 ECOOPER 00000148 2467983
01 FC:8521 40.00 DP
02 FC:8522 25.00 DP

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

EXHIBIT A

TRADEMARK ASSIGNMENT

WHEREAS, Jacinto L. Ayala, a Florida Resident owned, as of December 19, 2003, the entire right, title and interest in and to the following trademarks and registrations thereof and the goodwill associated therewith:

M.O.M.S.	U.S. Reg. No. 2,467,983	Reg. Date July 10, 2001
M.O.M.S. (and design)	U.S. Reg. No. 2,023,463	Reg. Date Dec. 17, 1996
M.O.M.S. at B.D.H.	California Registration no. 39519,	Reg. Date Oct. 31, 1991
M.O.M.S.	New York Registration no. S13599	Reg. Date June 18, 1993
M.O.M.S.	Florida Registration no. T93548	Reg. Date May 4, 1993

AND WHEREAS, AmeriChoice Alliance, Inc., having its principal place of business at 2920 N. Green Valley Pkwy, Building 3, Suite 321, Henderson, NV 89014, as of December __, 2003, acquired, the above-identified trademarks, registrations, right to sue for past infringement and goodwill;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Jacinto L. Ayala assigns, transfers and sets over to AmeriChoice Alliance, Inc., as of December 19, 2003, the entire right, title, and interest in and to the above-identified trademarks, registrations and goodwill appurtenant thereto.

Jacinto L. Ayala

By: _____

Name: _____

Title: _____

Subscribed and sworn before me this 19th day of December, 2003.

