

05-18-2004



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**RECORDATION FORM COVER SHEET
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05-10-2004

U.S. Patent & TMO/TM Mail Rcpt Dt. #77

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
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Document ID #
- Correction of PTO Error
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Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
05/04/04

Name Patrick Palmer

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name Freefone, Inc.

DBA/AKA/TA

Composed of

Address (line 1) 60 Adelaide Street East, 6th Floor Toronto, Ontario, Canada M5C 3E4

Address (line 2)

Address (line 3) City State/Country Zip Code

- Individual General Partnership Limited Partnership Association
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

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Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

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Enter the total number of pages of the attached conveyance document including any attachments.

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Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,578,929"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Russell J. Egan



05/05/04

Name of Person Signing

Signature

Date Signed

Assignment of Rights in Trademark

Owner: Patrick Palmer
An individual
15E Greenway Plaza, Unit 30B D
Houston, TX 77046

Assignee Freefone Inc.
An Ontario Corporation (No. 1,587,145)
60 Adelaide Street East, 6th Floor
Toronto, Ontario, Canada M5C 3E4

Whereas, the above-identified owner owns all right, title, and interest in and to U. S. Service Mark Registration No. 2,578,929 for the mark FREEFONE (stylized):

And, whereas owner desires to assign a 100% undivided interest in said Registration and mark to the above-identified Assignee, and whereas said Assignee is desirous of acquiring the entire right, title and interest in the same;

Now, this indenture witnesseth, that for the sum of One dollar (\$1.00) and other good and valuable consideration, the receipt whereof is hereby acknowledged;

Owner hereby assigns, sells and transfer a 100% undivided interest in said mark and said Registration to the above-identified Assignee;

And I further agree to execute all necessary and lawful future documents, including assignments in favor of Assignee, or its designees as Assignee or its Assignees may from time-to-time present to me;

Executed this 04 day of MAY in the year 2004, at HOUSTON, TEXAS

(Signature of owner)

State of Texas
County of Harris

Before me personally appeared Patrick Palmer
who acknowledged the foregoing instrument to be a free act and deed, and also represented that he or she is authorized to execute the same this 4 day of MAY in the year 2004.

(Notary Public)

