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U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):
AZ & JS Accounting, Inc.

- Individual(s)
- General Partnership
- Corporation-State Canada
- Other
- Association
- Limited Partnership

Citizenship (see guidelines)

Execution Date(s) Jan. 19, 2005

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Azoosle.com, Inc.
 Internal Address: 140 Allstate Parkway
 Street Address: Suite 505
 City: Markham, Ontario
 State: _____
 Country: Canada Zip: L3R 5Y8

- Association Citizenship _____
- General Partnership: Citizenship _____
- Limited Partnership: Citizenship _____
- Corporation Citizenship Delaware
- Other _____ Citizenship _____

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

78404632; 78404661

B. Trademark Registration No.(s)

Additional serial(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

Bluetime typed mark; Bluetime logo mark.

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

Name: David O. Klein, Esq.

Internal Address: _____

Street Address: Klein, Zelman, et al.
485 Madison Ave., 15th Floor

City: New York

State: NY Zip: 10022

Phone Number: (212) 755-6020

Fax Number: (212) 755-8101

Email Address: dklein@qal.org

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 2.8(b)(6) & 3.41) \$80.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

1 (LOCAL) 2 (FAX) 3 (MAIL) 4 (TELETYPE) 5 (INTERNET)

01-24-2006

U.S. Patent & Trademark Mail Room, P.O. Box 1450

9. Signature: _____

Signature

1/20/05
Date

David O. Klein

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 2

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5005, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

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PAGE 2/3 * RCVD AT 3/25/2005 1:18:45 PM [Eastern Standard Time] * SVR:USPTO-EFAXF-2/0 * DNIS:7463130 * CSID:703 308 9207 * DURATION (mm-ss):01-18

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P.2

Service Mark Transfer Agreement

THIS AGREEMENT, dated as of the 17th day of January, 2005, by and between AZ & JS ACCOUNTING, INC., a Canadian corporation, with a principal place of business located at 140 Allstate Parkway, Suite 505, Markham, Ontario L3R5Y8 Canada (hereinafter referred to as "Transferor") and AZOOGLE.COM, INC., a Delaware corporation, with a principal place of business located at 140 Allstate Parkway (hereinafter referred to as "Transferee").

WHEREAS, Transferor possesses two (2) service mark applications, serial numbers 78404632 and 78404661, respectively, presently pending before the United States Patent & Trademark Office (hereinafter referred to as the "Bluetime Marks").

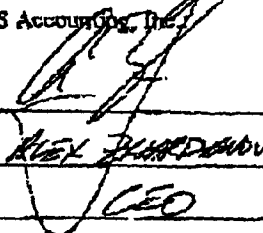
WHEREAS, the Transferor desires to transfer the Bluetime Marks to Transferee.


NOW, THEREFORE, in consideration of the mutual covenants, recitals and promises contained herein, and other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the parties hereto agree as follows:

Transferor has agreed to assign, and Transferee has agreed to accept, all rights, title and interest in the Bluetime Marks. Upon such transfer, Transferor shall have no further interest in the Bluetime Marks, or liabilities with respect to the Bluetime Marks.

This Agreement is the complete and only statement of the understanding between the parties and supersedes and merges all prior proposals and understandings between them concerning the subject matter of this Agreement. This Agreement may not be modified or altered except by a written instrument executed by both parties.

IN WITNESS WHEREOF, the parties have each executed this Agreement as of the date first written above.

AZ & JS Accounting, Inc.
By: 
Name: Noel J. Jurek
Title: CEO

Azoogle.com, Inc.
By: 
Name: Jon Squire
Title: CEO

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