

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TeleSuite Corporation		09/09/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Destiny Capital LLC
Street Address:	35 Rockridge Road
City:	Englewood
State/Country:	OHIO
Postal Code:	45322
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	1949649	TELESUITE
Registration Number:	2060529	TELESUITE NETWORK
Registration Number:	2109851	FLY ON FIBER
Registration Number:	2163619	TELESUITE
Registration Number:	2535023	E CAMPUS
Registration Number:	2830458	DIGITAL AIRLINES
Registration Number:	2910548	THE DIGITAL AIRLINE
Registration Number:	2910549	TELESUITE ENTERPRISE

CORRESPONDENCE DATA	
Fax Number:	(937)298-7418
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	937-298-2811
Email:	law@jnj.biz
Correspondent Name:	Matthew R. Jenkins, Esq.
Address Line 1:	2310 Far Hills Building

OP \$215.00 1949649

Address Line 4: Dayton, OHIO 45419

ATTORNEY DOCKET NUMBER:

TEL000PT

NAME OF SUBMITTER:

Matthew R. Jenkins

Signature:

/matthew r jenkins rl/

Date:

10/05/2005

Total Attachments: 2

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WORLDWIDE ASSIGNMENT OF TRADEMARKS,  
SERVICE MARKS AND REGISTRATIONS  
AND POWER OF ATTORNEY

WHEREAS, TELESUITE CORPORATION, a corporation of the State of Delaware, having a principal place of business at 35 Rockridge Road, Englewood, Ohio 45322, (hereinafter called the "Assignor"), prior to November 4, 2004, was the sole and exclusive owner of the entire right, title and interest in and to the following trademarks, service marks and United States trademark and service mark registrations and foreign registration thereof:

<u>Trademarks/Service Marks</u>	<u>Registration No.</u>	<u>Registration Date</u>
TELESUITE	1,949,649	Jan. 16, 1996
TELESUITE NETWORK	2,060,529	May 13, 1997
FLY ON FIBER	2,109,851	Oct. 28, 1997
TELESUITE & Design	2,163,619	June 9, 1998
E CAMPUS	2,535,023	Jan. 29, 2002
DIGITAL AIRLINES	2,830,458	April 6, 2004
THE DIGITAL AIRLINE	2,910,548	Dec. 14, 2004
TELESUITE ENTERPRISE	2,910,549	Dec. 14, 2004

<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>Issued</u>
EC	TELESUITE	000 464 412	Feb. 17, 1997

WHEREAS, DESTINY CAPITAL LLC, a limited liability company of the State of Delaware, having a principal place of business at 35 Rockridge Road, Englewood, Ohio 45322 (hereinafter the "Assignee") entered into an Asset Purchase Agreement dated November 4, 2004, with Assignor under which Assignor assigned all rights to the aforementioned trademarks, service marks and registrations thereof and all rights pertaining thereto including the goodwill of the business in connection with which said marks are used, and Assignor is hereby desirous of further evidencing that assignment in this document to facilitate recordal of the transfer and assignment of the aforementioned trademarks, service marks and registrations thereof in the U.S. and any foreign countries;

WHEREAS, TELESUITE CORPORATION grants to David L. Allen the power of attorney and authority to prepare and sign all documents necessary as required to place titles of the above-identified trademarks, service marks and registrations into the name of the Assignee, DESTINY CAPITAL LLC, and to do any and all acts Assignee deems necessary to effect such transfer;

WHEREAS, TELESUITE CORPORATION desires to cooperate with Assignee, DESTINY CAPITAL LLC, in the recordal of any documents necessary to bring record title and ownership into the name of Assignee DESTINY CAPITAL LLC, Assignor TELESUITE CORPORATION hereby authorizes David L. Allen to appoint any U.S. or foreign counsel he deems fit to assist in the completion of such records and in connection with representing Destiny Capital LLC in its future endeavors;

NOW, THEREFORE, in consideration of the assumption of debt and other considerations set forth in the Asset Purchase Agreement dated November 4, 2004, and the sum of Ten Dollars (\$10.00) and other valuable consideration, receipt of which is hereby acknowledged, the Assignor has sold, assigned and transferred and hereby sells, assigns and transfers unto the Assignee, its successors and assigns, the entire right, title and interest in and to said service marks, trademarks and said registrations thereof, including all goodwill of the business in connection with which said marks are used, together with all rights and privileges pertaining to said trademarks, service marks and registrations, including all rights of recovery for past infringement thereof and the right to renew said registrations for subsequent terms, the same to be held and enjoyed by the Assignee, its successors and assigns, as fully as the same would have been held and enjoyed by the Assignor had this sale, assignment and transfer not been made.

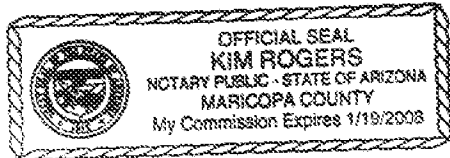
IN TESTIMONY WHEREOF, the Assignor has caused this Assignment to be executed and its corporate seal to be affixed effective the 4th day of November, 2004.

TELESUITE CORPORATION

By Karl Eller  
Its BOARD MEMBER

State of Arizona :  
County of Maricopa : ss

On this 9th day of September, 2005, before me, the undersigned officer, personally appeared Karl Eller who acknowledged himself to be the person who as Board Member, of TeleSuite Corporation, the corporation which executed the foregoing instrument, signed the same, and acknowledged to me that he did so sign said instrument in the name and upon behalf of said corporation as such officer; that the same is his free act and deed as such officer and the free act and deed of said corporation; that he was duly authorized thereunto by its Board of Directors; and that the seal affixed to said instrument is the corporate seal of said corporation.



Kim Rogers  
Notary Public