

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)

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):

Mark McMahon

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

Citizenship (see guidelines) United States

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) October 26, 2005

- 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: I Smile Management Group, L.L.C.

Internal Address: _____

Address: _____

Street Address: 11550 Irvington Road

City: Tucson

State: Arizona

Country: United States Zip: 85747

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship _____
- Other L.L.C. Citizenship Arizona

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)
76/602,294

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

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

I SMILE

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

Name: Weiss, Moy, & Harris, P.C.

Internal Address: _____

Street Address: 4204 N. Brown Ave

City: Scottsdale

State: AZ Zip: 85251

Phone Number: (480) 994-8888

Fax Number: (480) 947-2663

Email Address: fwelss@walssiplaw.com

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40

- 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 23-0830

Authorized User Name Farley Weiss

9. Signature: Farley J. Weiss
Signature

11/1/05
Date

Farley J Weiss

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 (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$40.00 230830 76602294

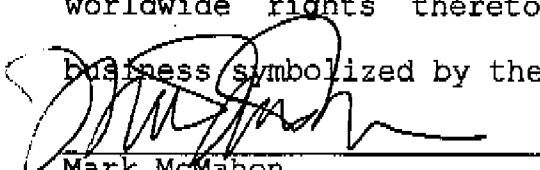
ASSIGNMENT

Whereas, Mark McMahon is the owner of the following Trademark and Service Mark:

Trademark	SERIAL NO.	FILING DATE
I SMILE	76/602,294	JULY 14, 2004

Whereas, I-Smile Management Group, L.L.C., an Arizona Limited Liability Company which is located at 11550 East Irvington Road, Tucson, Arizona 85747, is desirous of acquiring an undivided One hundred percent (100%) ownership interest in the above identified Trademark and Service Mark and all worldwide rights thereto.

NOW, THEREFORE, in consideration of the sum of One dollar and other good and valuable consideration the receipt of which is hereby acknowledged, Mark McMahon hereby assigns to I-Smile Management Group, L.L.C., one hundred percent (100%) ownership of all right, title, and interest in the United States in and to the above identified Trademark and Service Mark, including all worldwide rights thereto, together with the goodwill of the business symbolized by the Trademark and Service Mark.



Mark McMahon

10/26/05
Dated