

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Shorecliff Communications, LLC		01/10/2006	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Shorecliff Holdings LLC
Street Address:	27261 Las Ramblas, Suite 250
City:	Mission Viejo
State/Country:	CALIFORNIA
Postal Code:	92691
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Serial Number:	76648796	IPTV LIVE!
Serial Number:	78395859	RFID WORLD
Registration Number:	2930000	TOWER INVESTMENT
Registration Number:	2885698	TELCOTV
Registration Number:	2883596	TOWER SUMMIT & TRADE SHOW
Registration Number:	2530999	BROADBAND WIRELESS BUSINESS
Registration Number:	2432389	BROADBAND WIRELESS WORLD FORUM

CORRESPONDENCE DATA

Fax Number: (202)739-3001
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 202-739-5652
 Email: chowell@morganlewis.com
 Correspondent Name: Catherine R. Howell, Paralegal
 Address Line 1: 1111 Pennsylvania Ave., N.W.

CH \$190.00 76648796

Address Line 4: Washington, DISTRICT OF COLUMBIA 20004

ATTORNEY DOCKET NUMBER: 064204-0002

NAME OF SUBMITTER: Catherine R. Howell, Paralegal

Signature: /Catherine R. Howell/

Date: 01/11/2006

Total Attachments: 2
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ASSIGNMENT OF UNITED STATES TRADEMARKS AND SERVICE MARKS

KNOW ALL MEN BY THESE PRESENTS, that SHORECLIFF COMMUNICATIONS, LLC, a Delaware limited liability company ("Assignor"), has adopted and is using or has bona fide intent to use the following trademarks and service marks (the "Marks") which are registered in, or for which applications are pending with, the United States Patent and Trademark Office:

<i>SERVICE MARK</i>	<i>REGISTRATION NO./ (APPLICATION NO.)</i>	<i>REGISTRATION DATE/ (FILING DATE)</i>
IPTV LIVE! Plus Design	(76/648,796)	October 19, 2005
RFID WORLD Plus Design	(78/395,859)	April 2, 2004
TOWER INVESTMENT	2,930,000	March 8, 2005
TELCOTV	2,885,698	September 21, 2004
TOWER SUMMIT & TRADE SHOW	2,883,596	September 14, 2004
BROADBAND WIRELESS BUSINESS	2,530,999	January 15, 2002
BROADBAND WIRELESS WORLD FORUM	2,432,389	February 27, 2001

Assignor hereby assigns and transfers to SHORECLIFF HOLDINGS LLC, a Delaware limited liability company ("Assignee"), all of Assignor's right, title and interest in, to and under the Marks, including all registrations thereof and/or applications with respect thereto, together with all of the goodwill of the business in connection with which the Marks are used or are intended to be used, any and all actions and rights of action for infringements thereof and otherwise with respect thereto, whether arising prior to or subsequent to the date of this assignment, and any and all renewals and extensions thereof.

Assignor authorizes and requests the Commissioner of Trademarks of the United States to record Assignee as the assignee and owner of any and all of Assignor's rights in the Marks.

Assignee is a successor to the business of Assignor to which the Marks pertain and such business in ongoing and existing.

This instrument is executed and delivered pursuant to, and for the consideration provided in, an Asset Purchase Agreement dated as of January 10, 2006 among Assignor, Assignee and certain other parties named therein ("Asset Purchase Agreement"). This instrument is made strictly upon the terms and conditions set forth in the Asset Purchase Agreement and without any additional warranties or undertakings other than as set forth herein or therein.

[Signature Page Follows.]

IN WITNESS WHEREOF, this instrument has been signed on behalf of Assignor as of the date above written.

SHORECLIFF COMMUNICATIONS, LLC

By: CL Watkins
Name: CL Watkins
Title: Chairman

ATTEST:

KD. White
Name: Kevin D. White
Title: _____