

08-29-2007

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**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

Trademark Office: Please record the attached documents or the new address(es) below.

Y. 270

1. Name of conveying party(ies):

Adsouth Partners, Inc
1141 S Rogers Circle, Unit 11
Boca Raton, FL 33487

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

Citizenship (see guidelines) Florida

Additional names of conveying parties attached? Yes No

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

Execution Date(s) July 17, 2007

- 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: Adsouth Marketing, LLC

Internal

Address:

Street Address: 1515 Federal Hwy No 218

City: Boca Raton

State: Florida

Country: USA Zip: 33432

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other

Citizenship California
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)

76/649, 913

B. Trademark Registration No.(s)

3, 152, 695

Additional sheet(s) attached? Yes No

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

INSTANT EYE AID

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

Name: Dan M. DeLaRose, Esq

Internal Address:

Street Address: 300 E 77th Street
Suite 24C

City: New York

State: NY Zip: 10021

Phone Number: 212-570-6597

Fax Number: 212-570-9053

Email Address: DanDeLaRose@msn.com

6. Total number of applications and registrations involved:

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

- 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 _____

9. Signature:

[Signature]

Signature

8/24/07

Date

Dan M. DeLaRose, Esq.

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 4

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

08/28/2007 DBYRNE 00000118 76649913

01 FC:8521

40.00 OP

ASSIGNMENT

WHEREAS, I, the undersigned president of assigning corporation, whose post office address is set forth below, owns rights to the following trademark:

INSTANT EYE AID

for which there is a federal registration for the above trademark (U.S. Registration No. 3,152,695) which was registered on October 10, 2006; and

WHEREAS, Adsouth Marketing, LLC, a limited liability corporation organized and existing under the laws of the Nevada and having a place business at 1515 Federal Highway, No. 218, Boca Raton, Florida 33432 (hereinafter referred to as ASSIGNEE), is desirous of acquiring the entire interest in and ownership of all rights to the above trademark and the federal registration including any and all state or common law rights to the above trademark or any similar legal protection to be obtained therefore in the United States and in any and all foreign countries.

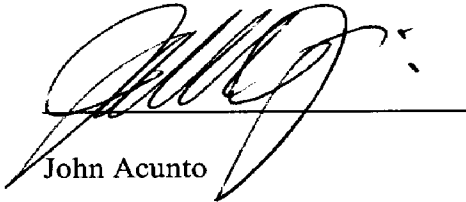
NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that for good valuable consideration, we hereby sell, assign and transfer to ASSIGNEE the full and exclusive right, title and interest to said trademark including, but not limited to all common law and state rights to the trademark in the United States and its territorial possessions and in all foreign countries and to all trademark registrations or similar legal protection in the United States and its territorial possessions.

I HEREBY CONVENANT, that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this assignment and sale; and

I FURTHER COVENANT that ASSIGNEE will, upon its request, be provided promptly with all pertinent facts and documents relating to said trademark, said federal registrations and legal equivalents in foreign countries as may be known and accessible to me and will promptly execute and deliver to ASSIGNEE or its legal representative any and all papers, instruments or affidavits required to apply for, obtain, maintain, issue and enforce said trademark application(s), said trademark and said Trademark Registration and said equivalents thereof in any foreign country which may be necessary or desirable to carry out the purposes thereof.

IN WITNESS WHEREOF, We have hereunto set hand and seal this 17th day of July 2007.

Signature:



Name Printed:

John Acunto

Assignor Corporation: Adsouth Partners, Inc.

Post Office Address: 1141 S. Rogers Circle, Unit 11
Boca Raton, Florida 33487

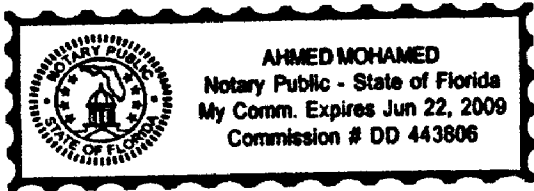
Citizenship: USA

STATE OF Florida)
COUNTY OF Broward)ss

BE IT KNOWN, that on this 17th day of July, 2007, before me personally came John Acunto, to me known to be the person mentioned in and who executed the foregoing assignment, and he acknowledged to me that he executed the same as his free act and deed for the use and purposes therein mentioned.



Notary Public



IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicant: Adsouth Marketing, LLC
Serial No.: 76/649,913
Filed: November 7, 2005
Registration No.: 3,152,695
Registration Date: October 10, 2006
Mark: INSTANT EYE AID
Class: 3
Docket: TM-0090-US

CERTIFICATE OF FIRST CLASS MAILING

Date of Deposit: August 24, 2007

I hereby certify that the following attached paper (s) and/or fee

- (1) An Assignment;
- (2) A Trademark Recordation Form Cover Sheet;
- (3) A Check for \$40.00;
- (4) A Certificate of First Class Mailing; and
- (5) A self-addressed stamped postcard, return of which is requested to acknowledge receipt of the enclosed documents

Is being deposited in the United States Postal Service First Class Mail on the date indicated above and is addressed to the "Mail Stop Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450".

Respectfully submitted,


Dan M. DeLaRosa

Dated: August 24, 2007

CORRESPONDENCE:

Dan M. DeLaRosa
300 East 77th St., Suite 24C
New York, NY 10021
Phone: (212) 570-6597
Fax: (212) 570-9053