# CH \$40.00 16926

#### TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 ETAS ID: TM462152

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

#### **CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Personal Communication Systems, Inc.		12/28/2017	Corporation: NORTH CAROLINA

#### **RECEIVING PARTY DATA**

Name:	West Interactive Services Corporation
Street Address:	11808 MIRACLE HILLS DRIVE
City:	ОМАНА
State/Country:	NEBRASKA
Postal Code:	68154
Entity Type:	Corporation: DELAWARE

#### **PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	1692617	PHONE TREE

#### **CORRESPONDENCE DATA**

Fax Number:

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

**Phone:** 402-716-1253

Email: TNTILDEN@WEST.COM

Correspondent Name: WEST CORPORATION C/O TOM TILDEN

Address Line 1: 11808 MIRACLE HILLS DRIVE

Address Line 2: MS W11-LEGAL

Address Line 4: OMAHA, NEBRASKA 68154

NAME OF SUBMITTER:	Michael B. Johannesen
SIGNATURE:	/Michael B. Johannesen/
DATE SIGNED:	02/14/2018

#### **Total Attachments: 14**

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#### INTELLECTUAL PROPERTY ASSIGNMENT AGREEMENT

THIS INTELLECTUAL PROPERTY ASSIGNMENT AGREEMENT (this "IP Assignment") is entered into as of this 28<sup>th</sup> day of December, 2017 (the "Closing Date") pursuant and subject to that certain Amended and Restated Asset Purchase Agreement, dated December 28, 2017 (the "Purchase Agreement"), by and among Personal Communication Systems, Inc., a North Carolina corporation (the "Company"; sometimes referred to herein as "Assignor"), A.J. DiBianca, Anthony B. DiBianca, Richard Moore and West Interactive Services Corporation, a Delaware corporation (the "Assignee"). Capitalized terms used herein but not otherwise defined shall have the meanings ascribed to them in the Purchase Agreement.

WHEREAS, the Assignor is the owner of the Owned Intellectual Property; and

WHEREAS, the Assignor has agreed to assign, deliver and convey to the Assignee, and the Assignee has agreed to acquire from the Assignor, all right, title and interest in and to the Owned Intellectual Property, as more fully set forth below;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

- 1. Sale, Transfer and Assignment of the Owned Intellectual Property. The Assignor does, on the Closing Date and pursuant to the terms and conditions set forth in the Purchase Agreement, hereby assign, sell, transfer and convey to the Assignee and its successors and assigns, all of the Assignor's right, title and interest in and to the Owned Intellectual Property, including without limitation, the Owned Intellectual Property identified on Schedule 1 attached hereto, together with all of the goodwill symbolized by or associated with such Owned Intellectual Property.
- 2. **Binding Instrument.** This IP Assignment shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns. All representations, warranties, covenants, agreements and indemnities contained in the Purchase Agreement or any other agreement executed by the parties in connection with the transaction contemplated by the Purchase Agreement (the "<u>Transaction Agreements</u>") shall survive the execution and delivery of this IP Assignment and shall continue in full force and effect, in each case, as and to the extent provided in the Transaction Agreements. If there is any conflict between the terms and provisions of this IP Assignment and those of the Purchase Agreement, the terms of the Purchase Agreement shall control.
- 3. **Counterparts.** This IP Assignment may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument, and facsimile, photostatic and PDF copies of signatures to this IP Assignment (including copies received as attachments to electronic mail) shall be deemed to be originals and may be relied upon with the same force and effect as originals.
- 4. *Governing Law.* This IP Assignment shall be governed by and construed in accordance with the laws of the State of Delaware, without reference to the choice of law principles thereof.

5. Amendment. This IP Assignment may not be modified or amended without the prior written consent of the parties hereto.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned have executed this Intellectual Property Assignment Agreement on, and effective as of, the Closing Date.

#### **ASSIGNOR:**

PERSONAL COMMUNICATION SYSTEMS, INC.

	hony J. DiBianca	
Name:	693190EC448E Anthony J DiBianca	
Title:	CEO, President	

Signature Page to IP Assignment

ACKNOWLEDGED AND ACCEPTED BY:

ASSIGNEE:

WEST INTERACTIVE SERVICES CORPORATION

Name: Jan D. Madsen

Title: Chief Financial Officer & Treasurer

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# SCHEDULE 1 OWNED INTELLECTUAL PROPERTY

All Owned Intellectual Property which is used or held for use in connection with the Business, including without limitation:

# US and Foreign Patents and Patents Pending

	Document	Publication		
Name	Number	Type	Inventors	Jurisdiction
			Andrew Hairston,	
		The state of the s	Brian Matsik, Frank	
			Frye, Samuel Sapp,	
			Steve Jones,	
			Timothy Frye,	
"METHODS AND SYSTEMS FOR			Trevor McDonald,	
SENDING REMINDERS AND			Anthony DiBianca,	
NOTIFICATIONS ASSOCIATED	U.S. Patent		Gregory Campana,	
WITH APPOINTMENT AND	Application No.		Sharon Hamilton,	
PROFILE DATABASES"	62/544,494		Nathan Cramer	U.S.

# US and Foreign Trademarks and Service Marks

Name	Document Number	Type	Jurisdiction
(See attached trademarks list)			

# Registered Domain Names

Domain Name
phonetree.com
phonetreestaging.com
healthwaveonline.com
phonetreehosted.com
phonetreesurvey.com
voicewaveonline.com
healthwaveconnect.com
phonetreeondemand.com
phonetreeservice.com
phonetreeoffers.com
healthwaveconnect-preprod.com
my-health-info.com
voicewaveonline-preprod.com

4816-7345-2632.3

# Owned Intellectual Property - Company Software

# Name

All source repositories, software assets, design collateral, and documentation used in the delivery of Company products or services or the support and maintenance thereof.

Basic Report 2.0		•						
Trademark TM Logo	Country	<u>Trademark</u> <u>Status</u>	Application No	Application Date	Registration No	Registration Date	Int. Classes	Classes and Goods
HEALTHWAVE CONNECT	Canada	Registered	1611457	Jan 25 2013	TMA928690	Feb 11 2016	9, 38	[9] Electrical, scientific and teaching apparatus and software [38] Telecommunications
PHONETREE	Canada	Registered 1491689	1491689	Aug 9 2010	TMA806,685	Sep 14 2011	9,38	[9] Electrical, scientific and teaching apparatus and software [38] Telecommunications
								[9] Telephone calling machines; computer communications software for the recording and
ARC DESIGN	United States of America	Registered	77470825	May 9 2008	3550090	Dec 23 2008	9,38	of voice messages by telephone [38] Electronic voice messaging services, namely, the recording and subsequent transmission
								telephone
				A design of the second of the				[9] Computer communications software
				,	· .	· ·		for the recording and subsequent transmission
	. •	,						of messages by voice, text and email: electronic
HEALTHWAVE HEALTHWAVE	United States of	Registered	85556739	Feb 29 2012 4221611	4221611	Oct 9 2012	9,38	communications systems comprised of computer
	America							hardware and software for the transmission of data between two points [38]

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	PHONETREE	PHONETREE	PHONE TREE	HEALTHWAYE CONNECT	
	Phone.Tree	United PHONETREE States of Registered America		HEALTHWAVE CONNECT	
	United States of America	United States of America	United States of America	United States of America	
	United States of Registered America	Registered	Registered 74084122	Registered	<i>.</i>
	78538441	78642378	74084122	85686624	
	Dec 27 2004 3106199	Jun 2 2005	Aug 1 1990	Jul 25 2012	
1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	3106199	3090322	1692617	4656660	
	Jun 20 2006 38	May 9 2006	Jun 9 1992	Dec 16 2014 9, 38	
	38	9	9 .	9, 38	
[9] computer	[38] Electronic voice messaging, namely, the recording and subsequent transmission of voice messages by telephone	[9] Computer communications software for the recording and subsequent transmission of voice messages by telephone	[9] telephone calling machine	services [9] downloadable computer communications software for the recording and subsequent transmission of messages by voice, text and email; electronic communications systems comprised of computer hardware and software for the transmission of data between two points [38] Telecommunications services, namely, voice, text and email messaging services	services, namely, voice,

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TRADEMARK REEL: 006272 FRAME: 0912

Telecommunications

	between two points [38]						
	the transmission of data						
•	hardware and software for					America	
•	comprised of computer	9,38	Oct 9 2012	Feb 29 2012 4221610	States of Registered 85556735	VOICEWAVE States or	VOICEWAVE
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	Secretary Con to Secretary Con					•	

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communications software for the transmission of messages by text and/or

Telecommunications services, namely, voice, text and email messaging services

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	United States of America	United States of America	United States of America	
	United States of Registered America	Registered	United States of Registered 74084122 America	United States of Registered America
	78538441	78642378	74084122	85686624
	Dec 27 200	Jun 2 2005	Aug 1 1990	Jul 25 2012
 	Dec 27 2004 . 3106199	3090322	1692617	4656660
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Telecommunications services, namely, voice, text and email messaging services

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TRADEMARK **REEL: 006272 FRAME: 0918** 

**RECORDED: 02/14/2018**