

10-09-1998



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Docket No.:

657-1

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 1998 OCT -2 AM 9:05
Jeff Smith

2. Name and address of receiving party(ies):

Name: Value Page

Internal Address: _____

Street Address: 2510 Lakeland Terrace, Ste. 200

City: Jackson State: MS ZIP: 39216

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

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

Additional names(s) of conveying party(ies) Yes No

If assignee is not domiciled in the United States, a domestic designation is Yes No
(Designations must be a separate document from Additional name(s) & address(es) Yes No

3. Nature of conveyance:
- Assignment
 - Security Agreement
 - Other _____
 - Merger
 - Change of Name

Execution Date: September 22, 1998

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,178,841

Additional numbers Yes No

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

Name: Robert J. Veal, VEAL & ASSOCIATES

Internal Address: _____

Street Address: 200 Cahaba Park Circle, Suite 125

City: Birmingham State: AL ZIP: 35242

6. Total number of applications and registrations involved:..... 1

7. Total fee (37 CFR 3.41):.....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

500376

DO NOT USE THIS SPACE

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Robert J. Veal
Name of Person Signing

Signature

September 29, 1998
Date

Total number of pages including cover sheet, attachments, and 1

MPO 10/2/98

ASSIGNMENT OF TRADEMARK

WHEREAS, Jeff Smith, a resident of the State of Alabama, of 1930 28th Avenue South, Birmingham, Alabama, 35209, is the owner of the "CELLPAGE" trademark, United States Registration Number 2,178,841, registered with the United States Patent and Trademark Office on August 4, 1998; and

WHEREAS, Value Page, a Mississippi Corporation, with a principal place of business located at 2510 Lakeland Terrace, Suite 200, Jackson, Mississippi, 39216, is desirous of acquiring the entire interest in the mark "CELLPAGE" on behalf of Value Page;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Jeff Smith, by these presents does hereby sell, assign, and transfer unto Value Page, all of his right, title, and interest in and to the registered mark described above, together with the goodwill of the business symbolized by said mark and registration thereof, the same to be held and enjoyed by Value Page, for its own use and benefit and that of its successors, assigns and legal representatives, to the full end of the term for which said trademark is granted, as fully and entirely as the same would have been held had this assignment and sale not been made, together with all claims for damages by reason of past infringement of said trademark, with the right to sue for and collect the same for its own use and for the use of its successors, assigns or other legal representatives, subject to the rights of any licensees under any existing license agreements to which Jeff Smith is a party or to the obligations under which Jeff Smith may have succeeded or to which his rights in said trademark is subject and subject further to any obligations to said licensees which Jeff Smith may have; and said Jeff Smith does hereby covenant and agree with Value Page to execute and deliver such other and further instruments and take such other and further actions as may be necessary or appropriate to transfer said trademark, claims for damages by reason of past infringement and right to sue and collect therefor to with.


Jeff Smith, Owner

Sworn to and subscribed before me this the 22 day of Sept., 1998

Notary: Rebecca L. Howell

(SEAL)

My commission expires: NOTARY PUBLIC STATE OF ALABAMA AT LARGE
COMMISSION EXPIRES JANUARY 31, 2001
REBECCA L. HOWELL