

MRO
5-599

RECORDATION FOR
TRADEMARK

05-28-1999

U.S. DEPARTMENT OF COMMERCE
1 Trademark Office



101050640

To the Honorable Commissioner of Patents and Trademarks. Please record this application and all attachments thereof.

Name of conveying party(ies):
Samhill Enterprises, Inc.

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

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

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

Name Kelly Pioneer Group, Inc.

Internal Address: _____
Street Address: 1270 Avenue of the Americas
City: New York State: NY Zip: 10020

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Corporation-State New York _____
 Partnership _____

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: March 17, 1999

 U.S. Patent & TMO/c/TM Mail Rcpt Dt. #26

05-05-1999 not domiciled in the United States, a domestic representative
attached: Yes No
must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s) _____ B. Trademark Registration No.(s) - **1,884,403**

Additional numbers attached? Yes No

5. Mail correspondence to:

Name: Chetuan L. Shaffer
Internal Address: 12th Floor
Street Address: 175 E. Houston Street
City: San Antonio State: TX Zip: 78205

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:
500919
(Attach duplicate copy of this page if paying by deposit account)

05/27/1999 VBROWN 0000065 500919 1884403
01 C:481 (40.00 CH)

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.

Chetuan L. Shaffer May 4, 1999
Name of Person Signing Signature Date

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

RETAIN THIS NUMBER-CUSTOMER RECEIPT WILL BE MAILED TO YOU.
TB701558330 US
TRADEMARK
REEL: 001903 FRAME: 0575

TRADEMARK ASSIGNMENT

WHEREAS, Samhill Enterprises, Inc., a New York corporation, with a principal place of business at 16 West 36th Street, 6th Floor, New York, NY 10018 ("Assignor"), has adopted, used and is the owner of the Mark **SUPER TRUNK** ("the Mark") in connection with the following goods and/or services: Network of telephone lines for processing telephone calls; and

WHEREAS, Assignor owns a federal Registration for the Mark on the Supplemental Register of the United States Patent and Trademark Office in connection with the above-mentioned goods and/or services, Registration No. 1,884,403, in International Class 9, registered on March 14, 1995; and

WHEREAS, Kelly Pioneer Group, Inc., a New York corporation, with a principal place of business at 1270 Avenue of the Americas, New York, NY 10020, acting as an agent for an undisclosed principal ("Assignee"), desires to acquire the Mark, the goodwill appurtenant thereto, and the above-referenced Registration;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns and transfers the Mark, together with the goodwill associated therewith, the above-referenced trademark Registration therefor, and all of Assignor's rights therein, to Assignee.

SAMHILL ENTERPRISES, INC.

By: 

Name: SAM SHAHEEN

Title: CEO

Date effective as of: 3/17, 1999

SUBSCRIBED and SWORN to before me this _____ day of _____ 1999,

by _____

Signature of Notary Public

My Commission Expires: _____