

11-23-1999



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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

COVER SHEET
(S ONLY)

Handwritten initials

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

Name of conveying party(ies):

Kelly Pioneer Group, Inc.

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

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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Execution Date: November 5, 1999

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

Name **SBC Interactive**

Internal Address:

Street Address: 7 North Fair Oaks Avenue

City: Pasadena State: CA Zip: 91103

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

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)
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) – **2,073,253**

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)

11/19/1999 MSHUYEN 00000276 500919 2073253

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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.

Chetuan L. Shaffer

Name of Person Signing

Chetuan L. Shaffer
Signature

November 8, 1999
Date

Total number of pages including cover sheet, attachments, and document: 3

TRADEMARK ASSIGNMENT

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, ("Assignor"), owns the Mark SMART PAGE ("the Mark") in connection with the following goods and services, respectively: Printed reports and synopses prepared by the applicant for its subscribers and pertaining to general news and information; and Providing reports and synopses prepared by the applicant for its subscribers and pertaining to general news and information on a wide variety of subjects by transmission to personal pagers and facsimile machines via global telephone and computer networks; and

WHEREAS, Assignor owns a federal Registration for the Mark on the Principal Register of the United States Patent and Trademark Office in connection with the above-mentioned goods and services, Registration No. 2,073,253, in connection with Printed reports and synopses prepared by the applicant for its subscribers and pertaining to general news and information in International Class 16; and Providing reports and synopses prepared by the applicant for its subscribers and pertaining to general news and information on a wide variety of subjects by transmission to personal pagers and facsimile machines via global telephone and computer networks in International Class 42, registered on June 24, 1997; and

WHEREAS, SBC Interactive, a California corporation, with a principal place of business at 7 North Fair Oaks Avenue, Pasadena, California 91103, ("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.

KELLY PIONEER GROUP, INC.

By: [Signature]
Name: Frank A. Kelly
Title: PRESIDENT

Date effective as of: November 5 1999

SUBSCRIBED and SWORN to before me this 5 day of November, 1999,
by Frank Kelly

NOTARY PUBLIC
THOMAS J. O'CONNOR
COUNTY OF NASSAU, NEW YORK
010C6001427
DATES 01/12/1998 TO 01/12/2000

[Signature]
Signature of Notary Public
My Commission Expires: 1/12/2000