

4.27.00

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

05-15-2000

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



101355747

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger
 - Change of Name
 - Other
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Other

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

05/11/2000 JSHABAZZ 00000308 1691961

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40.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002072 FRAME: 0001

Domestic Representative Name and Address Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached
Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,691,961"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

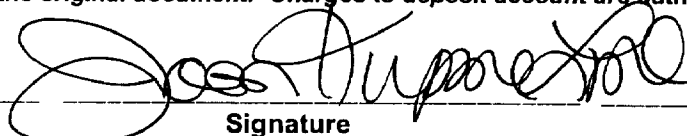
Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Joan Kupersmith Larkin
Name of Person Signing


Signature

4/26/00
Date Signed

NUNC PRO TUNC ASSIGNMENT OF SERVICE MARK

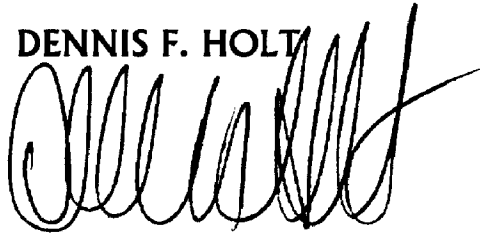
WHEREAS, DENNIS F. HOLT, an individual and U.S. citizen, having a business address at 8544 Sunset Boulevard, Los Angeles, California 90069, is the owner by assignment of the service mark PATRIOT DIRECT DIAL SYSTEM, which has been registered in the United States Patent and Trademark Office under Registration No. 1,691,961, issued June 9, 1992, for telecommunication services; namely, a telephone direct connect service; and

WHEREAS, PATRIOT COMMUNICATIONS, LLC, a Delaware limited liability company, having a business address at 8544 Sunset Boulevard, Los Angeles, California 90069, was desirous and is desirous of acquiring said mark and the registration thereof, and record title to the same;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Dennis F. Holt acknowledges that he did assign and does hereby assign to Patriot Communications, LLC, nunc pro tunc, as of February 28, 1999, all right, title and interest in and to the said mark and the registration thereof, together with the goodwill of the business symbolized by the mark and the right to recover and have damages and profits for past infringement, if any.

IN WITNESS WHEREOF, Dennis Holt has caused this instrument to be executed as of the 17th day of MARCH, 2000.

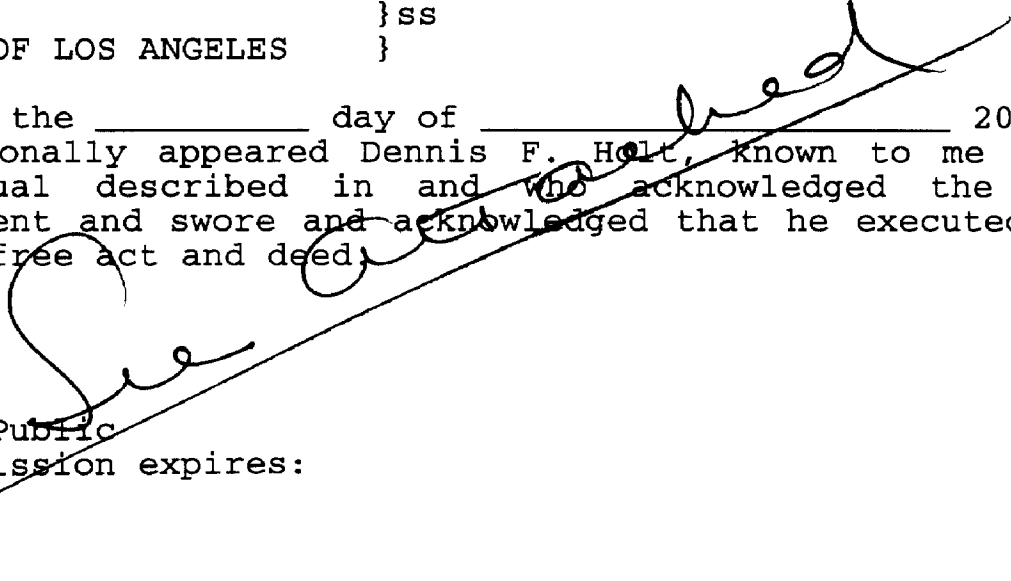
DENNIS F. HOLT



INDIVIDUAL ACKNOWLEDGMENT

STATE OF CALIFORNIA }
 }ss
COUNTY OF LOS ANGELES }

On the _____ day of _____ 2000, before me personally appeared Dennis F. Holt, known to me to be the individual described in and who acknowledged the foregoing instrument and swore and acknowledged that he executed the same as his free act and deed.



Notary Public
My commission expires:

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of LOS ANGELES } ss.

On MARCH 17, 2000, before me, MARIA R. CAMARA, Notary Public,
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared DENNIS F. HOLT
Name(s) of Signer(s)

- personally known to me
- proved to me on the basis of satisfactory evidence



to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.
Maria R. Camara
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: _____

Document Date: _____ Number of Pages: _____

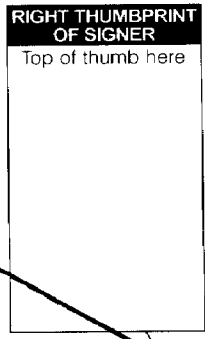
Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: _____

- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer Is Representing: _____



CERTIFICATE OF MAILING BY EXPRESS MAIL

EXPRESS MAIL MAILING LABEL NUMBER **EL380509552US**

DATE OF DEPOSIT **April 27, 2000**

I HEREBY CERTIFY THAT THIS PAPER OR FEE IS BEING DEPOSITED IN THE UNITED STATES POSTAL SERVICE "EXPRESS MAIL POST OFFICE TO ADDRESSEE" SERVICE UNDER 37 CFR 1.10 ON THE DATE INDICATED ABOVE AND IS ADDRESSED TO THE ASSISTANT COMMISSIONER FOR TRADEMARKS, 2900 CRYSTAL DRIVE, ARLINGTON, VIRGINIA 22202-3513

MICHAEL K. ADAMS

(TYPED OR PRINTED NAME OF PERSON MAILING PAPER OR FEE)

(SIGNATURE OF PERSON MAILING PAPER OR FEE)

"Express Mail" to the Commissioner For Trademarks:

NUNC PRO TUNC ASSIGNMENT (w/Recordation Form Cover Sheet), and our check to cover the cost as identified below:

Conveying Party: Dennis F. Holt
Receiving Party: Patriot Communications LLC
Conveyance Type: Nunc Pro Tunc Assignment
File No.: 7591-1001
Submitted by: JKL\bgb