

08-04-1999

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To the Honorable Commissioner of Patents and Trademark

s or copy thereof.

1. Name of conveying party(ies):

Giacomo A. Ciocca

Additional name(s) of Conveying party(ies) attached? Yes ☐ No ☒

3. Nature of conveyance:

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

Execution Date: June 29, 1999

2. Name and address of receiving party(ies)

Name: TOPP TELECOM, INC.

Internal Address:

8390 N.W. 25TH Street, Miami, Florida 33122

Street Address: (SAME AS ABOVE)

City: _____ State: _____ ZIP: _____

Additional name(s) & address(es) attached ☐ Yes ☒ No

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

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s)

B. Patent No.(s)

5,631,947

Additional numbers attached? ☐ Yes ☒ No

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

Name: Daniel A. DeVito

Internal Address:

Skadden, Arps, Slate, Meagher & Flom LLP

Street Address: 919 Third Avenue,
New York, New York 100226. Total number of applications and patents involved: ☐

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

Fee of \$40.00 is included

8. Charge Deposit account number:

19-2385

08/03/1999 DMEUYEN 00000314 192385 5631947

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40.00 CH

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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.

Erica D. Mitchell

Name of Person Signing

Signature

July 29, 1999

Date

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

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

EXHIBIT A TO
ASSIGNMENT OF AND GRANT OF SECURITY INTEREST IN PATENTS

ASSIGNMENT OF PATENTS

This ASSIGNMENT OF PATENTS, dated as of June 29, 1999 ("Assignment"), by Giacomo A. Ciocca, an individual ("Assignor"), with an address c/o Daniela H. Ciocca, 12 Woodrock Drive, Scarborough, Maine 04074, in favor of Topp Telecom, Inc., a Florida corporation ("Assignee"), with its principal place of business at 8390 N.W. 25th Street, Miami, Florida 33122.

W I T N E S S E T H

WHEREAS, Assignor is the owner of the patents, patent applications and utility models listed on Schedule A attached hereto, which are either issued or pending, respectively, in the United States, European and Canada (collectively, the "Patents"); and

WHEREAS, Assignor and Assignee are parties to that certain Assignment of and Grant of Security Interest in Patents, dated as of June 29, 1999, pursuant to which Assignor has agreed to sell to Assignee and Assignee has agreed to purchase from Assignor the Patents.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign, transfer, set over, and deliver to Assignee all of Assignor's right, title, and interest in and to the Patents together with (i) all patents granted on any applications included in the Patents, all continuations, continuations-in-part, divisionals, reissues and re-examinations of said Patents, and all other issued patents and applications (currently filed or to be filed in the future) anywhere in the world that claim the benefit of priority of any patent or application included in the Patents, (ii) all causes of actions, claims and demands or other rights for, or arising from any infringement, including past infringement, of the Patents, all upon the terms and subject to the conditions set forth herein, and (iii) all rights corresponding thereto throughout the world, including, but not limited to, any attorney-client or work product privilege related thereto.

Assignor further agrees, without further consideration, to cause to be performed such lawful acts and to be executed such further assignments and other lawful

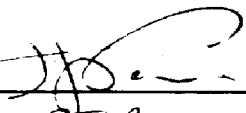
documents as Assignee may reasonably request to effectuate fully this Assignment and to permit Assignee to be duly recorded as the registered owner and proprietor of the rights hereby conveyed.

IN WITNESS WHEREOF, the undersigned has caused this Assignment to be executed by his signature as of the date above first written.

ASSIGNOR:
GIACOMO A. CIOCCA

Acknowledged and
Accepted:

ASSIGNEE:
TOPP TELECOM, INC.

By: 
Name: Frank
Title: Chairman and CEO

documents as Assignee may reasonably request to effectuate fully this Assignment and to permit Assignee to be duly recorded as the registered owner and proprietor of the rights hereby conveyed.

IN WITNESS WHEREOF, the undersigned has caused this Assignment to be executed by his signature as of the date above first written.

ASSIGNOR:
GIACOMO A. CIOCCA

Giuseppe A. CioCCA

Acknowledged and
Accepted:

ASSIGNEE:
TOPP TELECOM, INC.

By: _____
Name:
Title:

STATE OF *Pennsylvania*
COUNTY OF *Union*) SS.
)

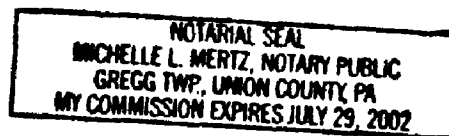
I, a notary public, in and for the county and state aforesaid, do hereby certify that GIACOMO A. CIOCCA appeared before me this day in person and acknowledged that he signed the above and foregoing instrument as his free and voluntary act for the uses and purposes therein set forth.

and IN WITNESS WHEREOF, I have hereunto set my hand and notarial seal this *29th* day of *June*, 1999.

G.C. July

Michelle L. Mertz
Notary Public

My commission expires: *7/29/2002*



SCHEDULE A TO ASSIGNMENT OF PATENTS

REGISTERED PATENTS AND APPLICATIONS

<u>Jurisdiction</u>	<u>Patent</u>	<u>Patent No. / (App. No.)</u>	<u>Issued / (Date App.)</u>
United States	MOBILE TELEPHONE DEVICE FOR STORING A PLURALITY OF CHANGABLE CHARGE RATES AND TIME LIMIT DATA	5,631,947	05/20/97
Europe		(92 908 367.3-2209)	(09/21/93)
Canada		(2105570)	(03/03/92) -