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07-03-2002



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HEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents

checked original documents or copy thereof.

1. Name of Conveying party(ies):
Totally Voice, Inc.

6-24-02

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

3. Nature of Conveyance:

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

☒ Other: Transfer of Title

Execution Date: June 21, 2002

2. Name and address of receiving party(ies)

Name: Eastern Investments, LLC

Internal Address:

PO Box 260027

Street Address:

Pembroke
City Pines

State FL

ZIP 33026

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)
6,208,972

Additional numbers attached? ☐ Yes ☒ No

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

Name: Barry L. Haley, Esq.

Internal Address:

Street Address: 1936 South Andrews Avenue

07/02/2002 TDI1A71 00000149 6208972

01 FC:581 40.00 DP

City: Ft. Lauderdale State FL ZIP 33316

6. Total Number of applications and patents involved:

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

☒ Enclosed

☐ Authorized to be charged to deposit account

8. Deposit account number:

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

DO NOT USE THIS SPACE

9. Statement of signature:

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

Barry L. Haley

Dale Paul DiMaggio

Name of Person Signing

Signature

06/21/2002

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

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Patentee : GRANT, Richard, et al
Patent No. : 6,208,972
Serial No. : 09/219916
Filed : December 23, 1998
Issued : March 27, 2001
For : **METHOD FOR INTEGRATING
COMPUTER PROCESSES WITH
AN INTERFACE CONTROLLED BY
VOICE ACTUATED GRAMMARS**

NOTICE OF ASSIGNMENT AND TRANSFER OF TITLE

Hon. Commissioner of Patents and Trademarks
Washington, D.C. 20231

Dear Sir:

WHEREAS, on or about March 29, 2001, Totally Voice, Inc. (Totally Voice), a Florida Corporation entered into a Security Agreement with Eastern Investments, LLC, an Alaska limited liability company;

WHEREAS, a portion of the collateral under said Security Agreement was Totally Voice's interest in U.S. Patent No 6,208,972;

WHEREAS, subsequent to entering into the Security Agreement, Totally Voice sold its interest in U.S. Patent No. 6,208,972 to Interactive Speech Technologies, LLC subject to the Security Agreement;

WHEREAS, the Security Agreement states "In the event that the Company (defined in the Security Agreement as Totally Voice, Inc.) becomes insolvent or is unable to carry on business or to function as a viable business, all rights, title and interest in the Collateral shall be immediately and without any action on the part of any person or entity deemed assigned to Eastern (defined in the Security Agreement as Eastern Investments, LLC);"

WHEREAS, on or about October 2001, Totally Voice became unable to meet its financial obligations on certain contracts and was no longer able to pay its debts, thereby becoming insolvent;


6/20/02


WHEREAS, Totally Voice has been unable to sell its products or services after October 2001 and has not been able to carry on business since then;

WHEREAS, on or about February 2002, Totally Voice closed its offices because it was no longer able to pay rent and thereby ceased to function as a viable business;

WHEREFORE, at the time Totally Voice became insolvent, U.S. Patent No. 6,208,927 automatically transferred to Eastern Investments, LLC in accordance with the terms of the Security Agreement.

A copy of the Security Agreement as recorded at the U.S. Patent Office on Reel No. 011996, Frame No. 0872, is attached hereto as Exhibit A.

Respectfully submitted,



Eastern Investments, LLC

By Paul J. Lagassey, its Manager

June 21, 2002
Date

MAP
9.24.01

09-25-2001

581 40
584 120

Form PTO-1595

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

Tab settings



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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

Totally Voice Inc.
11607 Palmetto Way
Cooper City, FL 33026

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

3. Nature of conveyance:

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

Execution Date: March 29th, 2001

2. Name and address of receiving party(ies)

Name: Eastern Investments, LLC

Internal Address: _____

Street Address: P.O. Box 260027

City: Pembroke Pines State: FL Zip: 33026

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)

6,208,972

Additional numbers attached? ☒ Yes ☒ No

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

Name: Malin, Haley & DiMaggio, P.A.

Internal Address: Mr. Barry Haley, Esq.

09/25/2001 GTON11 00000122 6208972

01 FC:581 40.00 DP
02 FC:584 120.00 DP

Street Address: 1936 S. Andrews Avenue

Repln. Ref: 09/25/2001 GTON11 0009233600
DAN:131130 Name/Number: 6208972
FC: 704 \$5.00 CR

City: Ft. Lauderdale State: FL Zip: 33316

6. Total number of applications and patents involved: 1

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

- ☒ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number:

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

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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.

BARRY L. HALEY

Name of Person Signing

Signature

9/19/2001
Date

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

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

PATENT
REEL: 013036 FRAME: 0098

SECURITY AGREEMENT

This Agreement is dated this 29TH day of March, 2001 between Totally Voice, Inc. ("Company"), a Florida corporation and Eastern Investments, LLC, ("Eastern") an Alaskan limited liability company

In consideration of the purchase of stock in the Company by Eastern, as set forth in the common stock purchase agreement of this date ("Stock Agreement") and for value received therein, the Company hereby grants to Eastern a security interest in the property described below ("Collateral") pursuant to the Florida Uniform Commercial Code and the United States Patent and Trademark Laws and Copyright Laws.

In the event that the Company becomes insolvent or is unable to carry on business or to function as a viable business, all rights, title and interest in the Collateral shall be immediately and without any action on the part of any person or entity deemed assigned to Eastern .-

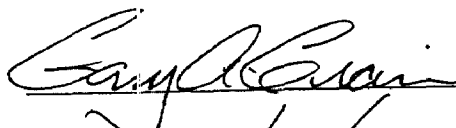
The Company and Eastern further acknowledge that the granting of the security interest is being provided as a condition for Eastern. to purchase stock in the Company and contemporaneously with the execution of the Stock Agreement . The Collateral consists of all of the intellectual property owned by the Company ,including but not limited to, the following:

- i). All rights, title and interest to U.S. Patent Application No. 09/219,916 filed December 23, 1998, entitled METHOD FOR INTERGRATING COMPUTER PROCESSES WITH AN INTERFACE CONTROLLED BY VOICE ACTUATED GRAMMARS" and all continuations and

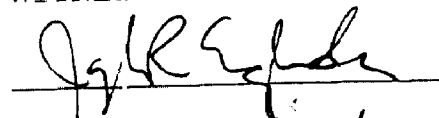
divisionals, thereof, which Patent issued on March 27, 2001 Patent number 6208972.

- 2) All common law federal and state trademarks and all registrations and trademark applications for the product described in U.S. Patent Application No. 09/219,916 herein;
- 3) All copyright registrations and copyright applications relating to the invention and software described in U.S. Patent Application No. 09/219,916 in connection with the manufacture, sale and distribution of products known as *METHOD FOR INTERGRATING COMPUTER PROCESSES WITH AN INTERFACE CONTROLLED BY VOICE ACTUATED GRAMMARS*
- 4) Voice activated personal information software known as Marnee.

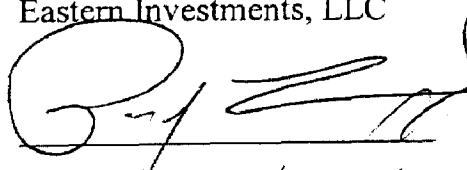

Totally Voice, Inc.


Dated 3/29/2001

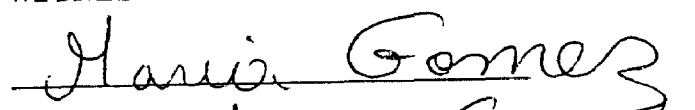
WITNESS:


Dated 3/29/2001

Eastern Investments, LLC


Dated: 3/30/01  5/3/01

WITNESS:


Dated: Maria Gomez
5/3/01