

RECC  
TR

11-30-2001



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101904059

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

1. Name of conveying party(ies): **Bank of America, N.A.**

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other National Association **11-30-01**

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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other Release of Security Interest in Trademarks

Execution Date: June 28, 2001

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

Name: Great Western Directories, Inc.  
 Internal Address: c/o TransWestern Publishing Company, LLC  
 Street Address: 8344 Clairemont Mesa Boulevard  
 City: San Diego State: CA ZIP: 92111

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State Texas
- Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
 (Designation 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) **2,006,937**

Additional numbers attached?  Yes  No

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

Name: Alison Winick, Esq.  
 Internal Address: Simpson Thacher & Bartlett  
 \_\_\_\_\_  
 \_\_\_\_\_  
 Street Address: 425 Lexington Avenue  
 \_\_\_\_\_  
 City: New York State: New York ZIP: 10017

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:

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

**DO NOT USE THIS SPACE**

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.*

Alison Winick, Esq.  
Name of Person Signing

Signature

11-28-01  
Date

Total number of pages comprising cover sheet: 5

11/30/2001 DBYRNE 00000092 2006937  
 01 FC:481

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

**TRADEMARK**  
**REEL: 002400 FRAME: 0589**

## RELEASE OF SECURITY INTEREST IN TRADEMARKS

**THIS RELEASE OF SECURITY INTERESTS IN TRADEMARKS** (this "Release") is made as of June 28, 2001 by and among GREAT WESTERN DIRECTORIES, INC., a Texas corporation, PACIFIC COAST PUBLISHING, LTD, a Washington corporation, CHOICECONTENT.COM, INC. (f/k/a Web YP, Inc.), a Texas corporation (collectively, the "Grantors") and BANK OF AMERICA, N.A. ("Grantee").

**WHEREAS**, pursuant to the terms and conditions of those certain Trademark Security Agreements by and between Grantors and Grantee dated February 23, 2000 (the "Trademark Security Agreements"), Grantors granted to Grantee a continuing security interest in the entire right, title and interest in and to the registered trademarks, service marks and trade names together with the associated trademark, service mark and trade name applications and registrations (collectively, the "Trademarks") set forth in Schedule A attached hereto;

**WHEREAS**, the Trademark Security Agreements executed by Great Western Directories, Inc., Web YP, Inc. and Pacific Coast Publishing, Ltd. were recorded with the United States Patent and Trademark Office ("PTO") on May 26, 2000, at Reels 002087, 002086 and 002087, Frames 0255, 0471 and 0215, respectively;

**WHEREAS**, Grantors have paid all of their outstanding indebtedness to Grantee.

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantee hereby terminates the Trademark Security Agreement, and hereby terminates, cancels and releases any and all security interests it has against the Trademarks.

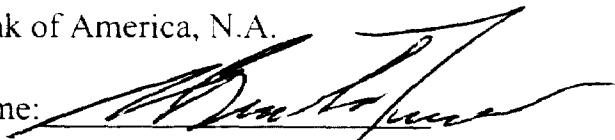
Grantee represents and warrants that: (i) it has the full power and authority to execute this Release; (ii) it has not assigned, transferred, restricted or otherwise encumbered any security interest it has against the Trademarks; (iii) it has not recorded or otherwise evidenced its security interest with respect to any trademark, or registration of an application to register the foregoing, or any trade name or assumed name, other than those of the foregoing set forth in Schedule A attached hereto, in any jurisdiction throughout the world; and (iv) Schedule B attached hereto sets forth a complete and correct list of all of the filings made by or on behalf of Grantee to record or otherwise evidence any security interest it has against the Trademarks in any jurisdiction throughout the world.

Grantee shall take all further actions, and provide to Grantors, their successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), requested by Grantors to more fully and effectively effectuate the purposes of this Release.

**IN WITNESS WHEREOF**, Grantee has caused this Release to be executed by its duly authorized representative as of the Effective Date.

Bank of America, N.A.

Name:



Title:

MANAGING DIRECTOR

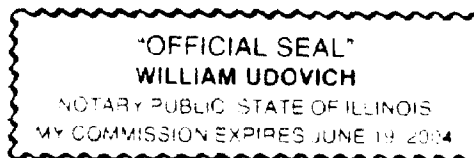
STATE OF ILLINOIS

COUNTY OF COOK

On this 28<sup>th</sup> day of June 2001, there appeared before me G. Burton Queen, personally known to me, who acknowledged that he signed the foregoing Release as his voluntary act and deed on behalf and with full authority of Bank of America, N.A.



Notary Public



**SCHEDULE A**

**TRADEMARK REGISTRATIONS**

<u>Grantor/Owner</u>	<u>Federal Trademark or State</u>	<u>Mark Number</u>
Pacific Coast Publishing, Ltd.	Federal 1991411	THE ONLY BOOK
Pacific Coast Publishing, Ltd.	Idaho 5127	THE ONE THAT TALKS
Great Western Directories	Federal 2006937	PIZZAZZ PAGES
ChoiceContent.com, Inc. (f/k/a Web YP, Inc.)	Federal 75-695913	WORLD PAGES

## **SCHEDULE B**

### **FILINGS**

1. Trademark Security Agreement executed by Great Western Directories, Inc. recorded on May 26, 2000.
2. Trademark Security Agreement executed by Web YP, Inc. recorded on May 26, 2000.
3. Trademark Security Agreement executed by Pacific Coast Publishing, Ltd. recorded on May 26, 2000.