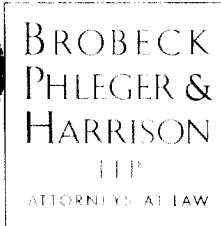


MRD 5-19-98

TELEPHONE: (650) 424-0160
FACSIMILE: (650) 496-2885
WRITER'S DIRECT DIAL:



06-09-1998



100731883

TWO EMBARCADERO PLACE
2200 GENG ROAD
PALO ALTO
CALIFORNIA 94303-0913

May 19, 1998

VIA EXPRESS MAIL POST OFFICE TO ADDRESSEE
SERVICE OF THE U.S. POST OFFICE

Assistant Commissioner for Trademarks
2900 Crystal Drive
Arlington, VA 22202-3513

Attn: Assignment Branch

Re: Submission of Trademark Assignment for Recordation
Conveying Party: Focalink Communications, Inc.
Receiving Party: AdKnowledge, Inc.
Our Reference: 027017.0001

Dear Sir:

Enclosed for recordation, please find a true copy of a Trademark Assignment executed May 19, 1998 pursuant to which Focalink Communications, Inc. assigns its trademark applications to AdKnowledge, Inc.

Enclosed please also find a check in the amount of \$65.00 for recordation of the Trademark Assignment for 2 trademark applications.

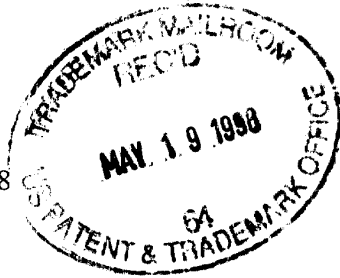
The following is the required cover sheet information for recording the enclosed Trademark Assignment:

- 1. **Conveying Party:** Focalink Communications, Inc.
(a California corporation)
459 Hamilton Avenue, Suite 2
Palo Alto, California 94306

06/05/1998 DCORTES 00000261 75041106
01 FC:481 40.00 GP
02 FC:482 25.00 GP

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EE 403 398 273 US

May 19, 1998



Page 2

2. **Receiving Party:** AdKnowledge, Inc.
(a California corporation)
2191 E. Bayshore, Suite 100
Palo Alto, California 94303

3. **Nature of Conveyance:** Assignment.

4. **Trademarks and Trademark Applications:** Schedule A

5. **Party to Whom Correspondence Regarding this Document Should Be Mailed:**

Benjamin P. Oelsner, Esq.
Brobeck, Phleger & Harrison LLP
2200 Geng Rd., Two Embarcadero Place
Palo Alto, CA 94303

6. **Total Number of Applications and Registrations:** 2

7. **Total Fee:** \$65 00

In addition, please charge Deposit Account No. 02-3950 for any additional fees that might be necessary. A copy of this letter is enclosed.

To the best of the undersigned's knowledge and belief, the foregoing information is true and correct and the copy of the Trademark Assignment submitted herewith is a true copy of the original document.

Respectfully submitted,

BROBECK, PHLEGER & HARRISON LLP

By:


Benjamin P. Oelsner

cc: Mr. Thi Thumasathit

PALLIB\BDBK\1095166.01
EE 403 398 273 US

TRADEMARK
REEL: 1738 FRAME: 0239

SCHEDULE A

Trademarks

MARKETMATCH

75/041,106

SMART BANNER

75/041,457



SCHEDULE A

Trademarks

MARKETMATCH	75/041,106
SMART BANNER	75/041,457

TRADEMARK ASSIGNMENT

This Trademark Assignment (hereinafter referred to as "Assignment") is effective as of the 19th day of May, 1998, by and between Focalink Communications, Inc., a California corporation, having its principal place of business at 459 Hamilton Avenue, Suite 2, Palo Alto, California 94306 ("Assignor") and AdKnowledge, Inc., a California corporation, having its principal place of business at 2191 E. Bayshore, Suite 100, Palo Alto, California 94303 ("Assignee").

WHEREAS, Assignor is willing to assign to Assignee all rights, title and interest as Assignor may possess worldwide in and to the trademarks set forth in Schedule A attached hereto and incorporated herewith, and all other rights appurtenant thereto, including, but not limited to, all common law rights, title and interest, trade name rights and the right to recover for past infringement, in the United States of America and all other countries and jurisdictions of the world in and to said trademark and applications and registrations thereof (hereinafter collectively referred to as the "Trademark") and any goodwill associated with and symbolized by said Trademark which Assignor has acquired and not abandoned; and

WHEREAS, Assignee is desirous of acquiring all rights, title and interest in and to the Trademark worldwide;

NOW, THEREFORE, for good and adequate consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns and sells to Assignee all rights, title and interest as Assignor may possess in and to the Trademark worldwide, together with the goodwill symbolized by said Trademark, concurrent with the transfer of certain tangible assets as indicia of said goodwill.

Executed at Palo Alto, California this 19th day of May, 1998.

FOCALINK COMMUNICATIONS, INC.

By: Ronald A. Kovas

Name: RONALD A. KOVAS

Title:

FOCALINK COMMUNICATIONS, INC.
PRESIDENT / CEO

ADKNOWLEDGE, INC.
EVP