

MRD 7-13-98



To the Honorable Commissioner of Pa

100767973

hed original documents or copy thereof.

1. Name of conveying party(ies):

SMARTSTAR CORPORATION

- Individual
- Association
- General Partnership
- Limited Partnership
- Corporation-State-California
- Other _____

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

2. Name and address of receiving party(ies)

Name: B2SYSTEMS, INC.

Internal Address: _____

Street Address: 5951 Encina Road, Suite 200

City: Santa Barbara State: CA ZIP: 93117

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State-California
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment.)

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 2, 1998

4. Application number(s) or registrat on number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
1,390,373

Additional numbers attached? Yes No

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

Name: Jeanne Marie Gills

Internal Address: Foley & Lardner

Atty. Docket No. 024965/0132

Street Address: One IBM Plaza, Suite 3300

330 North Wabash Avenue

City: Chicago State: IL ZIP: 60611-3608

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:

06-1450

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

07/20/1998 DNGUYEN 00000001 1390373

01 FC:481

40.00 UP

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.

Jeanne Marie Gills
Name

Jeanne Marie Gills
Signature

7/8/98
Date

Total number of pages including cover sheet, attachments, and document: 3

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

EXHIBIT A

Country	Mark	Reg. No.	Reg. Date
United States	SMARTDESIGN	1,390,373	4/15/86