

07-31-1998

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FORM PTO-167
1-31-92



07-20-1998



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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Tab settings - - - -

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

1. Name of conveying party(ies):

Stephen S. Freedman

7-20-98

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

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

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

Name: **Value America, Inc.**

Internal Address: _____

Street Address: **2300 Commonwealth Drive**

City: **Charlottesville** State: **VA** Zip: **22901**

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Virginia
- 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 Assignments)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: **March 9, 1998**

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

A. Trademark Application No.(s)

N.A.

B. Trademark registration No.(s)

1,964,038

Additional numbers attached? Yes No

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

Name: **Christopher J. Mugel, Esq.**

Internal Address: _____

Street Address: **LeClair Ryan**

707 East Main Street, 11th Floor

City: **Richmond** State: **Virginia** Zip: **23219**

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

N.A.

(Attach 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.

Christopher J. Mugel

Name of Person Signing

Signature

July 17, 1998

Date

Total number of pages comprising cover sheet: **1**

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

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

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

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Enterprise Information, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

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(Exhibit 4)

Trademark Assignment

This Assignment made this 9 day of MARCH, 1998, by and between

Stephen S. Freedman, an individual doing business as Value America, with a principal place of business at 5115 Vernon Ridge Drive, Dunwoody, GA 30338 (hereinafter referred to as "Freedman"); and

Value America, Inc., a corporation of Virginia, having its principal place of business at 2300 Commonwealth Drive, Charlottesville, VA 22901, (hereinafter referred to as "VA-Virginia").

FOR VALUE RECEIVED, the receipt of which is hereby acknowledged, Freedman hereby sells, assigns and transfers unto VA-Virginia, its successors and assigns, all of his right, title and interest in and to U.S. Registration No. 1,964,038 for the mark Value America, reserving however to Freedman, his heirs, representatives, executors and assigns, the perpetual, royalty-free exclusive right to continue to use the mark Value America for preparing and disseminating advertising matter, including direct mail advertising.

In witness whereof, the parties hereto set their hands and seals hereto on the date first written above.

Witness:

[Signature]

[Signature]
Stephen S. Freedman

Attest:

[Signature]

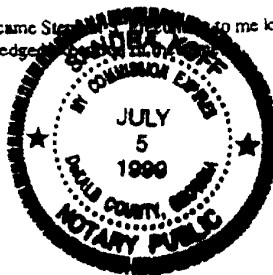
Value America, Inc., a corporation of Virginia
[Signature]
By: Rex Scatena, President

ACKNOWLEDGMENT

State of Georgia ss:
County of DeKalb

On this 9 day of MARCH, 1998, before me personally came Stephen S. Freedman known to me known to be the individual described in and who executed the foregoing instrument, and he acknowledged

[Signature]
A Notary Public



ACKNOWLEDGMENT

Commonwealth of Virginia) ss.
County of Albemarle)

On this 3rd day of December, 1997, before me personally came Dean M. Johnson, and this person acknowledged under oath, to my satisfaction, that he is the Secretary of Value America, Inc., a corporation of Virginia; that he is the attesting witness to the signing of this instrument by Rex Scatena, who is the President of Value America, Inc., that this document was signed and delivered by the corporation as its voluntary act duly authorized by a proper resolution of its Board of Directors; that he knows the proper seal of the corporation which was affixed to this instrument; and that he signed this proof to attest to the truth of these facts.

Sandra J. Watson

Dean M. Johnson
ATTESTING WITNESS

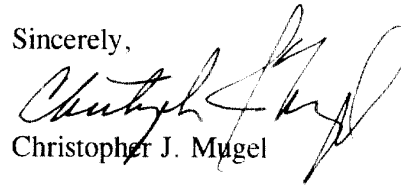
A Notary Public My commission expires 12/31/98

Approved as to form by:
Barry H. Freedman Dated 12/9/97
Barry H. Freedman, Esq.
Attorney for Stephen S. Freedman

Approved as to form by:
Rex Scatena Dated: 12/3/97
Rex Scatena, Esq.
Attorney for Value America, Inc.

Thank you for your attention to this request.

Sincerely,

A handwritten signature in black ink, appearing to read "Christopher J. Mugel", written in a cursive style.

Christopher J. Mugel

Enclosures

File: f:\cmugel\studley\assng1.tn.doc