

MRD 8-19-98

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

08-27-1998

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



100809162

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
Effective Date
Month Day Year

- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached
Execution Date
Month Day Year

Name Prodigy Services Corporation

03 13 1998

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name Gameline, LLC

DBA/AKA/TA _____

Composed of _____

Address (line 1) 2124 Broadway

Address (line 2) Suite 203

Address (line 3) New York

NY

10023

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other Limited liability corporation
- Citizenship/State of Incorporation/Organization Delaware

08/24/1998 TTOM11 00000146 130206 2985493

FOR OFFICE USE ONLY

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40.00 CH

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231
REF: 1774 FRAME: 0325

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="2035493"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Paula J. Krasny

Name of Person Signing

Signature

CERTIFICATE OF MAILING

10-13-98

I hereby certify that this correspondence was signed

deposited with the United States Postal Service as first class mail in an envelope addressed to: Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-3513, on

DATE OF DEPOSIT:

SIGNATURE:

DATE OF SIGNATURE:

ASSIGNMENT OF TRADEMARK AND SERVICE MARK

ASSIGNMENT OF TRADEMARK AND SERVICE MARK, effective as of March __, 1998, by PRODIGY SERVICES CORPORATION, a Delaware corporation with offices at 44 South Broadway, White Plains, New York 10601 ("Assignor"), in favor of GAMELINE, LLC, a Delaware limited liability corporation, with its principal offices at 2124 Broadway, Suite 203, New York, NY 10023 ("Assignee").

W I T N E S S E T H

WHEREAS, Assignor and Assignee are parties to a Purchase Agreement, effective as of March __, 1998 (the "Agreement"), pursuant to which Assignor has agreed to sell to Assignee, and Assignee has agreed to purchase from Assignor, certain of the assets, properties and businesses of Assignor relating to the World Wide Website, Baseball Manager, a fantasy baseball game whose website address is <http://www.baseballmanager.com>("Baseball Manager"); and


WHEREAS, pursuant to the Agreement, Assignor has executed and delivered to Assignee a General Assignment and Bill of Sale dated the date hereof, pursuant to which, among other things, Assignor has agreed to execute such other instruments as the Assignee may reasonably require in order to more effectively convey and transfer to Assignee any and all of the assets purchased pursuant to the Agreement and the General Bill of Sale and Assignment.

NOW, THEREFORE, in consideration of the mutual promises contained herein, and other good and adequate consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Assignment. Assignor does hereby sell, assign, convey, transfer and deliver to Assignee all of Assignor's right, title and interest in, to and under the trademark and service mark "Baseball Manager," Registration No. 2,035,493, registered on February 4, 1997 with the United States Patent and Trademark Office in the Trademark and Service Mark Principal Register (the "Trademark"), including, but not limited to, (i) all causes of action relating to the Trademark, whether arising prior to or subsequent to the date of this Assignment of Trademark and Service Mark, (ii) any and all renewals and extensions thereof that may hereafter be secured under the laws now or hereafter in effect in the United States and in any other jurisdiction, (iii) the right to secure for the benefit of the Assignee the Trademark, the same to be held and enjoyed by the Assignee and its successors and assigns from and after the date hereof as fully and entirely as the same would have been held and enjoyed by the said Assignor had this Assignment of Trademark and Service Mark not been made, and (iv) that part of the goodwill of the Assignor's business connected with and symbolized by the Trademark. The Assignee agrees to make all filings with the United States Patent and Trademark Office necessary to effectuate the assignment contemplated hereby.

IN WITNESS WHEREOF, Assignor has set forth its hand and seal on this General Assignment and Bill of Sale as of the date first above written.

PRODIGY SERVICES CORPORATION

By: 
Name: PETER GLUSKER
Title: Senior VP, Business Development

Attest:

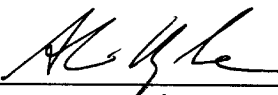


Secretary

[Corporate Seal]

The Assignee hereby acknowledges receipt of and accepts the foregoing Assignment of Trademark and Service Mark as of the date first above written.

GAMELINE, LLC

By: 
Name: ALAIN BENZAKEN
Title: PARTNER

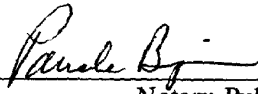
CERTIFICATE OF MAILING
I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to: Assistant Commissioner, Trademarks, 2900 Crystal Drive, Arlington, VA 22202
DATE OF DEPOSIT: 8/14/1998
SIGNATURE: Maria Zapke
DATE OF SIGNATURE: 8/14/1998

CERTIFICATE OF ACKNOWLEDGEMENT
TO THE ASSIGNMENT OF TRADEMARK AND SERVICE MARK
TO GAMELINE, LLC

COUNTY OF ~~WESTCHESTER~~ ^{NEW YORK})
STATE OF NEW YORK)

NY I, Pamela Benjamin, a Notary Public, in and for the County of
~~Westchester~~, State of New York, do hereby certify that Peter Glusker, known to me to be
Senior Vice President - Business Development of PRODIGY SERVICES CORPORATION,
appeared before me this day, in person, and acknowledged that he signed, sealed and
delivered the foregoing instrument on behalf of PRODIGY SERVICES CORPORATION as
his free and voluntary act for the uses and purposes herein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal, this 13th
day of March, 1998.



Notary Public

My Commission Expires:

PAMELA BENJAMIN
Notary Public, State of New York
No. 02BE5020574
Qualified in New York County
Commission Expires November 22, 1999

CERTIFICATE OF MAILING

I hereby certify that this correspondence is being
deposited with the United States Postal Service as first
class mail in an envelope addressed to: Assistant
Commissioner for Trademarks, 2900 Crystal Drive,
Arlington, VA 22202 - 3513, on:

DATE OF DEPOSIT: 3/14/1998
SIGNATURE: Maureen J. ...
DATE OF SIGNATURE: 3/14/1998