

12-04-1998



U.S. Department of Commerce
Patent and Trademark Office

MRO 11-30-98

100914183

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

1. Name of conveying party(ies) **Delphi Internet Services Corporation**

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

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

3. Nature of conveyance:
 Assignment _____ Merger _____
 Security Agreement _____ Change of Name _____
 Other _____

Execution Date: October 7, 1998

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

Name: Bruce Katz
 Internal Address: Suite 240
 Street Address: 2320 Marinship Way
 City: Suasalito State: CA Zip: 94965

Individual(s) citizenship U.S.
 Association _____
 General Partnership: _____
 Limited Partnership: _____
 Corporation - State: _____
 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): 2,145,569 DELPHI INTERNET

Additional numbers attached? Yes _____ No _____

5. Name and address of party to whom correspondence concerning documents should be mailed:
 Name: Anna C. Silva, Esq.
C/O Gibson, Dunn & Crutcher LLP
 Internal Address: Telesis Tower, 31st Floor
 Street Address: One Montgomery Street
 City San Francisco State CA Zip 94104

6. Total number of applications and registrations involved 2

7. Total fee (37 CFR 3.41): \$ \$65.00
 Enclosed _____
 Authorized to be charged to deposit account

8. Deposit account number: 50-0440
 (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.

Anna C. Silva _____
 Name of Person Signing Signature Date 11/25/98

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

OMB No. 0651-0011

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 this 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 Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

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12/03/1998 00000197 50440
01 FC:48
02 FC:48

TRADEMARK
REEL: 1822 FRAME: 0289

Trademark	Registration Number
DELPHI INTERNET & Design	2,145,570

DOCUMENT.01/0+

**NOTICE OF SECURITY INTEREST IN
TRADEMARK**

NOTICE IS HEREBY GIVEN that Delphi Internet Services Corporation, a Massachusetts corporation formerly known as DJB Associates, Inc. (the "Debtor"), with an office located at 1030 Massachusetts Avenue, Cambridge, MA 02142, and Bruce Katz, an individual (the "Secured Party"), with an office located at 2320 Marinship Way, Suite 240, Sausalito, CA 94965, have entered into a Security Agreement, dated as of October 7, 1998, securing a Secured Promissory Note, dated October 7, 1998, executed by the Debtor in favor of the Secured Party (collectively the "Security Agreement").

Pursuant to the Security Agreement, the Debtor has granted to the Secured Party a security interest in Federal Trademark Registration Nos. 2,145,569 and 2,145,570 for DELPHI INTERNET and DELPHI INTERNET & Design Logo, respectively, together with the goodwill of the business symbolized thereby, to secure the payment, performance and observance of the obligations secured by the Security Agreement.

The Commissioner of Patents and Trademarks is requested to record this notice in its records.

Dated: October 7, 1998

DELPHI INTERNET SERVICES CORPORATION

By: 

Name: DAN BRUNS

Title: President

FA982780.195/4+