

02-10-1999



RE



SHEET

01-28-1999

U.S. Patent & TMOtc/TM Mail RcptDt. #34

100962514

To the Honorable Commissioner of Patents and Trademarks

Attached original documents or copy thereof.

1. Name of conveying party(ies):

BOOKPALS FOUNDATION, INC.

- Individual(s)
- General Partnership
- Corporation - State of Maryland
- Other: _____
- Association
- Limited Partnership

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

2. Name and address of receiving party(ies)

Name: IN2BOOKS, INC.

Street Address: 4550 Montgomery Avenue

Suite 900 N

City: Bethesda State: MD Zip: 20814

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation - State of Maryland
- Other: _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a different 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: December 1, 1998

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

If this document is being filed together with a new application, the execution date of the application is: _____

A. Trademark Application No.(s)

75/587,941

B. Registration No.(s)

Additional numbers attached? Yes No

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

Name: Chris Wilson

Internal Address: _____

2/10/1999 ~~SEARCH~~ ~~00000005~~ ~~012510~~ ~~75587941~~

1 FC:481 40.00 CH

Street Address: Arnold & Porter

555 Twelfth Street N.W.

City: Washington State: DC ZIP: 20004-1202

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:

01-2510

(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.

James T. Walsh, Esq.

Name of Person Signing

Signature

January 26, 1999

Date

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

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

TRADEMARK
REEL: 1851 FRAME: 0919

STATE OF MARYLAND

685841

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

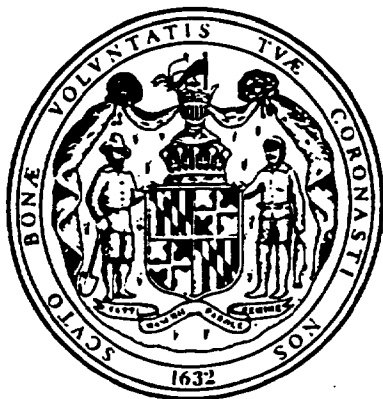
301 West Preston Street Baltimore, Maryland 21201

DATE: DECEMBER 01, 1998

THIS IS TO ADVISE YOU THAT THE ARTICLES OF AMENDMENT WITH A NAME
CHANGE FOR BOOKPALS FOUNDATION, INC. CHANGING TO IN2BOOKS, INC.
WERE RECEIVED AND APPROVED FOR RECORD ON DECEMBER 1, 1998 AT 10:30 AM.

FEE PAID:

50.00



AT5-031

JOSEPH V. STEWART
CHARTER SPECIALIST

RECORDED: 01/28/1999

REEL: 1851 FRAME: 0920