

03-03-1999



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FORM PTO-1594  
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U.S. Department of Commerce  
Patent and Trademark Office

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

MC9 2-23-99

1. Name of conveying party(ies):  
Spry, Inc..

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

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

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

Name: Mindspring Enterprises, Inc.  
Internal Address: Suite 400  
Street Address: 1480 W. Peachtree St., NW  
City: Atlanta State: GA Zip: 30309

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State DE  
 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) & address(es) attached?  Yes  No

3. Nature of conveyance:

Assignment                       Merger  
 Security Agreement               Change of Name  
 Other \_\_\_\_\_

Execution Date: October 15, 1998

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s)  
SN 74/646,086 INTERNET DIRECT

Additional numbers attached?  Yes  No

B. Trademark registration No.(s)

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

Name: Celia G. Spiritos  
Internal Address: Hogan & Hartson LLP

Street Address: 8300 Greensboro Drive  
Suite 1100  
City: McLean State: VA Zip: 22102

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:  
08-2550  
(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.*

Celia G. Spiritos                      Celia G. Spiritos                      2/19/99  
Name of Person Signing                      Signature                      Date

Total number of pages comprising cover sheet 19

03/02/1999 JMW/TK/LMS 0000758 74657086 40.00 09

## TRADEMARK ASSIGNMENT

This assignment is made by Spry, Inc., a corporation organized under the laws of the State of Washington, having a place of business at 3535 128<sup>th</sup> Avenue SE, Bellevue, Washington 98006 ("ASSIGNOR"), to MindSpring Enterprises, Inc., a corporation organized under the laws of the State of Delaware, having a place of business at 1430 West Peachtree Street, N.W., Atlanta, Georgia 30309 ("ASSIGNEE").

Any and all notices in connection with the subject matter of this Assignment are to be directed as follows:

For ASSIGNEE to:  
MindSpring Enterprises, Inc.  
1430 West Peachtree Street, N.W.  
Atlanta, GA 30309  
Attn: President

For ASSIGNOR to:  
Spry, Inc.  
3535 128<sup>th</sup> Avenue, SE  
Bellevue, WA 98006  
Attn: President

FOR GOOD AND VALUABLE CONSIDERATION, the receipt of which is hereby acknowledged, ASSIGNOR does hereby assign unto said ASSIGNEE its entire right, title and interest in and to the MARKS outlined in the attached Exhibit A , and the United States and Foreign Registrations and Applications for Registration thereof (the "MARKS") together with the portions of the business pertaining thereto, and in and to the goodwill symbolized by the MARKS, for ASSIGNEE's own use and benefit and for the use and benefit of its successors, assigns or other legal representatives, together with all claims for damages by reasons of past infringement of said MARKS, with the right to sue for, and collect the same for its own use and benefit, and for the use and benefit of its successors, assigns and other legal representatives.

ASSIGNOR HEREBY AGREES to take all actions, and to execute and deliver all additional instruments and documents as ASSIGNEE may reasonably request for the purpose of carrying out this assignment and the transactions contemplated herein including, but not limited to, all instruments and documents necessary to transfer the MARKS in the United States and any foreign countries.

IN WITNESS WHEREOF, said ASSIGNOR has caused this Trademark Assignment to be executed this 8<sup>th</sup> day of October, 1998.

SPRY, INC.

By:

  
Mayo S. Stuntz, Jr.  
President

[SIGNATURE PAGE FOR TRADEMARK ASSIGNMENT]

**EXHIBIT A**

**U.S. TRADEMARK REGISTRATIONS OWNERS**  
**SPRY INC.**

	REG. NO.	ISSUED
SPRY -400	1,938,147	11/28/95
MOSAIC IN A BOX -255	2,101,826	9/30/97
INTERNET IN A BOX -408	2,157,936	5/19/98

**U.S. TRADEMARK REGISTRATIONS OWNERS**

	SERIAL #	FILED
INTERNET OFFICE -259	74/557,605	8/5/1994
SPRY NET -257	75/008,166	10/20/1995
SPRY -254	75/048,543	1/25/1996
SPRYNET (and Design) -252	75/057,932	2/13/1996
INTERNET IN A BOX -522	75/339,835	8/7/1997

	SERIAL #	FILED
INTERNET DIRECT -399	74/646,086	3/13/1995

**ARGENTINA REGISTRATIONS:**

MARK	CLASS	REG. NO.	REG. DATE	RENEWAL DUE
INTERNET IN A BOX -369	9	1579181	10/18/1995	10/18/2005
INTERNET IN A BOX -368	16	1579183	10/18/1995	10/18/2005
INTERNET OFFICE -370	16	1580342	10/25/1995	10/25/2005
SPRY (and Design) -367	16	1580846	10/27/1995	10/27/2005
SPRY (and Design) -366	9	1580847	10/27/1995	10/27/2005
MOSAIC IN A BOX -371	16	1593571	3/11/1996	3/11/2006
MOSAIC IN A BOX -372	9	1593572	3/11/1996	3/11/2006

**ARGENTINA APPLICATIONS:**

MARK	CLASS	APP. NO.	APP. DATE
INTERNET OFFICE -288	9	1958782	1/27/1995

**AUSTRALIA REGISTRATIONS:**

MARK	CLASS	REG. NO.	REG. DATE	RENEWAL DUE
SPRY (and Design) -374	9	652301	6/7/1996	2/2/2002
SPRY (and Design) -373	16	652302	6/7/1996	2/2/2002
SPRY -274	9 and 16	672897	2/27/1998	9/19/2005

**AUSTRALIA APPLICATIONS:****NONE****AUSTRIA REGISTRATIONS:**

MARK	CLASS	REG. NO.	REG. DATE	RENEWAL DUE
MOSAIC IN A BOX -378	9 and 16	160324	10/9/1995	10/9/2005
SPRY NET -377	9, 16, 35 and 38	164157	5/13/1996	5/13/2006
SPRY -376	9	161845	1/12/1996	1/31/2006
SPRY -375	16	161846	1/12/1996	1/31/2006

**AUSTRIA APPLICATIONS:****NONE****BENELUX REGISTRATIONS:**

MARK	CLASS	REG. NO.	REG. DATE	RENEWAL DUE
INTERNET IN A BOX -379	9 and 16	567366	12/1/1995	1/11/2005
INTERNET OFFICE -380	9 and 16	566639	12/1/1995	1/26/2005

**BENELUX APPLICATIONS:**

NONE

**BRAZIL REGISTRATIONS:**

NONE

**BRAZIL APPLICATIONS:**

MARK	CLASS	APP. NO.	APP. DATE
INTERNET IN A BOX -276	9	818424761	4/28/1995
INTERNET IN A BOX -none	16	818424796	4/28/1995
INTERNET OFFICE -277	9	818315164	2/3/1995
INTERNET OFFICE -none	16	818315156	2/3/1995

**CANADA REGISTRATIONS:**

MARK	REG. NO.	REG. DATE	RENEWAL DUE
SPRY (and Design) -396	458,534	5/31/1996	5/31/2011
INTERNET IN A BOX	461,241	8/16/1996	8/6/2011
SPRY -361	477,025	5/30/1997	5/30/2012

**CANADA APPLICATIONS:**

MARK	APP. NO.	APP. DATE
INTERNET OFFICE -360	774,469	2/1/1995
SPRY NET -362	803,486	2/5/1996
INTERNET IN A BOX -359	773,674	1/24/1995
WEBHOST	812,409	5/10/1996
INTERNET IN A BOX	868,943	2/4/1998

**CHINA REGISTRATIONS:**

MARK	CLASS	REG. NO.	REG. DATE	RENEWAL DUE
MOSAIC IN A BOX -039	9	981828	4/14/1997	4/13/2007
SPRY -316	16	988072	4/21/1997	4/20/2007
SPRY -317	9	996487	5/7/1997	5/7/2007

**CHINA APPLICATIONS:**

MARK	CLASS	APP. NO.	APP. DATE
INTERNET OFFICE -292	9	95082400	6/29/1995
INTERNET OFFICE -293	16	95082401	6/29/1995
INTERNET IN A BOX -314	9	95082402	6/29/1995
INTERNET IN A BOX -315	16	95082403	6/29/1995

**COMMUNITY TRADEMARK REGISTRATIONS:**

NONE

**COMMUNITY TRADEMARK APPLICATIONS:**

MARK	CLASS	APP. NO.	APP. DATE
SPRY -262	9, 16, 35 and 38	133322	4/1/1996
SPRY NET -261	9, 16, 35 and 38	133439	4/1/1996
INTERNET IN A BOX -570		740605	2/5/1998
INTERNET IN A BOX -397	9 and 16	639294	9/26/1997



**DENMARK REGISTRATIONS:**

MARK	CLASS	REG. NO.	REG. DATE	RENEWAL DUE
SPRY (and Design) -382	9 and 16	VR02.679 1995	4/28/1995	4/28/2005
INTERNET IN A BOX -381	9 and 16	VR06.336 1995	9/29/1995	9/29/2005
MOSAIC IN A BOX -383	9 and 16	VR08.320 1995	12/8/1995	12/8/2005
INTERNET OFFICE -383	9 and 16	VR00.013 1996	1/5/1996	1/5/2006

**DENMARK APPLICATIONS:****NONE****FINLAND REGISTRATIONS:**

MARK	CLASS	REG. NO.	REG. DATE	RENEWAL DUE
SPRY (and Design) -385	9 and 16	140396	10/5/1995	10/5/2005
SPRY -278	9 and 16	205157	3/27/1997	3/27/2007

**FINLAND APPLICATIONS:**

MARK	CLASS	APP. NO.	APP. DATE
INTERNET IN A BOX -291	9 and 16	950115	1/11/1995

**FRANCE REGISTRATIONS:**

MARK	CLASS	REG. NO.	REG. DATE	RENEWAL DUE
INTERNET IN A BOX -386	9 and 16	95553396	6/23/1995	1/12/2005
INTERNET OFFICE -388	9 and 16	95555441	5/10/1996	1/26/2005
SPRY (and Design) -389	9 and 16	95556136	7/5/1995	1/31/2005
MOSAIC IN A BOX -387	9 and 16	95574830	11/17/1995	6/8/2005
INTERNET DIRECT	39	95587703	9/12/1995	9/11/2005

**FRANCE APPLICATIONS:**

NONE

**GERMANY REGISTRATIONS:**

SPRY -358	9 and 16	39538453.2	3/25/1997	9/30/2005
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**GERMANY APPLICATIONS:**

MARK	CLASS	APP. NO.	APP. DATE
INTERNET IN A BOX -397	9 and 16	39501043.8	1/11/1995
SPRY NET		39601038	1/11/1996

**GREECE REGISTRATIONS:**

NONE

**GREECE APPLICATIONS:**

MARK	CLASS	APP. NO.	APP. DATE
INTERNET IN A BOX -303	9 and 16	124846	6/20/1995
SPRY -357	9 and 16	126386	10/2/1995

**HONG KONG REGISTRATIONS:**

MARK	CLASS	REG. NO.	REG. DATE	RENEWAL DUE
INTERNET IN A BOX -267	9	B2083/1998	6/7/1995	6/7/2002
SPRY -265	9	B171/1998	9/25/1995	9/25/2002
SPRY -266	16	B2204/1998	9/25/1995	9/25/2002

**HONG KONG APPLICATIONS:**

MARK	CLASS	APP. NO.	APP. DATE
INTERNET IN A BOX -268	16	95 06860	6/7/1995
INTERNET OFFICE -269	9	95 06861	6/7/1995
INTERNET OFFICE -270	16	95 06862	6/7/1995

**INDIA REGISTRATIONS:**

NONE

**INDIA APPLICATIONS:**

MARK	CLASS	APP. NO.	APP. DATE
INTERNET OFFICE -290	16	668811	6/12/1995
INTERNET OFFICE -289	9	668812	6/12/1995
INTERNET IN A BOX -319	16	668813	6/12/1995
INTERNET IN A BOX -318	9	668814	6/12/1995

**INDONESIA REGISTRATIONS:**

MARK	CLASS	REG. NO.	REG. DATE	RENEWAL DUE
MOSAIC IN A BOX	9	368499	6/27/1995	6/27/2005
MOSAIC IN A BOX -196	16	371600	10/18/1996	6/27/2005
INTERNET OFFICE -295	16	403,321	11/5/1997	10/19/2005
INTERNET IN A BOX -312	9	405,671	11/18/1997	10/19/2005

**INDONESIA APPLICATIONS:**

MARK	CLASS	APP. NO.	APP. DATE
INTERNET OFFICE -294	9	None	10/19/1995
INTERNET IN A BOX -313	16	None	10/19/1995

**IRELAND REGISTRATIONS:**

MARK	CLASS	REG. NO.	REG. DATE	RENEWAL DUE
SPRY -346	9	172510	9/20/1995	9/20/2002
SPRY -347	16	172511	9/20/1995	9/20/2002

**IRELAND APPLICATIONS:****NONE**

**ITALY REGISTRATIONS:**

MARK	CLASS	REG. NO.	REG. DATE	RENEWAL DUE
SPRY (and Design) -none	9 and 16	712605	6/13/1997	2/3/2005
INTERNET IN A BOX -285	9 and 16	712562	6/13/1997	2/1/2005
INTERNET OFFICE -286	9 and 16	712313	6/13/1997	1/13/2005

**ITALY APPLICATIONS:**

MARK	CLASS	APP. NO.	APP. DATE
MOSAIC IN A BOX -287	9 and 16	RM95C002408	5/22/1995
SPRY -273	9 and 16	RM95C004720	10/13/1995

**JAPAN REGISTRATIONS:**

MARK	CLASS	REG. NO.	REG. DATE	RENEWAL DUE
INTERNET IN A BOX -320	9	3265200	2/24/1997	2/24/2007
MOSAIC IN A BOX -298	9	4009320	6/6/1997	6/6/2007
MOSAIC IN A BOX -299	16	4047542	8/22/1997	8/22/2007
INTERNET IN A BOX -321	16	3263847	2/24/1997	2/24/2007
SPRY -328	9	4118975	2/27/1998	2/27/2008
SPRY (and Design) -322	9	4077757	10/31/1997	10/31/2007
SPRY (and Design) -323	16	3356543	11/7/1997	11/7/2007

**JAPAN APPLICATIONS:**

MARK	CLASS	APP. NO.	APP. DATE
INTERNET IN A BOX	42	NO # YET	2/98
SPRY			

-329	16	1995-100671	9/29/1995
SPRY NET -324	9	1996-42601	4/18/1996
SPRY NET -325	16	1996-42602	4/18/1996
SPRY NET -326	35	1996-42603	4/18/1996
SPRY NET -327	38	1996-42604	4/18/1996

**MALAYSIA REGISTRATIONS:**

**NONE**

**MALAYSIA APPLICATIONS:**

MARK	CLASS	APP. NO.	APP. DATE
INTERNET OFFICE -283	9	95/13044	12/7/1995
INTERNET IN A BOX -281	9	95/13045	12/7/1995
INTERNET OFFICE -284	16	95/13046	12/7/1995
INTERNET IN A BOX -282	16	95/13047	12/7/1995

**MEXICO REGISTRATIONS:**

MARK	CLASS	REG. NO.	REG. DATE	RENEWAL DUE
INTERNET OFFICE -390	9	497737	7/20/1995	1/27/2005
INTERNET IN A BOX -391	9	503922	9/18/1995	1/27/2005

**MEXICO APPLICATIONS:**

MARK	CLASS	APP. NO.	APP. DATE
INTERNET IN A BOX -334	16	222918	1/27/1995
SPRY NET -337	9	none	none
SPRY NET			

-338	16	none	none
SPRY NET -339	35	none	none
SPRY NET -340	38	none	none
SPRY -335	9	246767	10/27/1995
SPRY -336	16	246766	10/27/1995

**NEW ZEALAND REGISTRATIONS:**

MARK	CLASS	REG. NO.	REG. DATE	RENEWAL DUE
SPRY (and Design) -none	9	245243	9/17/1997	8/5/2001
SPRY (and Design) -none	16	245244	9/17/1997	8/2/2001
SPRY -342	9	253753	5/11/1998	9/20/2002
SPRY -343	16	253754	4/14/1998	9/20/2002

**NEW ZEALAND APPLICATIONS:**

**NONE**

**NORWAY REGISTRATIONS:**

MARK	CLASS	REG. NO.	REG. DATE	RENEWAL DUE
SPRY (and Design) -344	9 and 16	177.563	10/24/1996	10/24/2006
SPRY		312662	2/17/1997	
SPRY -345	9 and 16	188068	1/22/1998	1/22/2008

**NORWAY APPLICATIONS:**

MARK	CLASS	APP. NO.	APP. DATE
INTERNET IN A BOX (and Design) -301	9 and 16	953496	6/7/1995
INTERNET IN A BOX		950339	6/7/1995

INTERNET OFFICE -302	9 and 16	950703	2/13/1995
INTERNET OFFICE (and Design) -302	9 and 16	953497	6/7/1995

**PHILIPPINE REGISTRATIONS:**

**NONE**

**PHILIPPINE APPLICATIONS:**

MARK	CLASS	APP. NO.	APP. DATE
INTERNET IN A BOX -272	9 and 16	950619- 00103050PN	6/19/1995
INTERNET OFFICE -271	9 and 16	950619- 00103051PN	6/19/1995
INTERNET OFFICE -271	9 and 16	950619- 00103052	6/19/1995

**PORTUGAL REGISTRATIONS:**

MARK	CLASS	REG. NO.	REG. DATE	DEC. USE	RENEWAL DUE
INTERNET IN A BOX -348	9 and 16	310807	10/4/1996	10/4/2001	10/4/2006
SPRY -350	9 and 16	312662	2/17/1997	2/17/2002	2/17/2007

**PORTUGAL APPLICATIONS:**

MARK	CLASS	APP. NO.	APP. DATE
INTERNET OFFICE -349	9 and 16	310808	6/14/1995



**SINGAPORE REGISTRATIONS:**

**NONE**

**SINGAPORE APPLICATIONS:**

MARK	CLASS	APP. NO.	APP. DATE
INTERNET OFFICE -308	9	5383/95	6/15/1995
INTERNET IN A BOX -310	9	5384/95	6/15/1995
INTERNET OFFICE -309	16	5385/95	6/15/1995
INTERNET IN A BOX -311	16	5386/96	6/15/1995

**SOUTH AFRICA REGISTRATIONS:**

**NONE**

**SOUTH AFRICA APPLICATIONS:**

MARK	CLASS	APP. NO.	APP. DATE
INTERNET IN A BOX -332	9	9507422	6/12/1995
INTERNET IN A BOX -333	16	9507423	6/12/1995
INTERNET OFFICE -330	9	9507424	6/12/1995
INTERNET OFFICE -331	16	9507425	6/12/1995

**SOUTH KOREA REGISTRATIONS:**

MARK	CLASS	REG. NO.	REG. DATE	RENEWAL DUE
SPRY -353	16	370922	7/30/1997	7/30/2007
SPRY -352	9	372708	8/20/1997	8/20/2007
SPRY NET -116C	16	393059	1/26/1998	1/26/2008
SPRY NET -116D	9	391312	1/17/1998	1/17/1998

**SOUTH KOREA APPLICATIONS:**

MARK	CLASS	APP. NO.	APP. DATE
INTERNET IN A BOX -306	39	95-22756	6/9/1995
INTERNET IN A BOX -307	52	95-22758	6/9/1995

**SPAIN REGISTRATIONS:**

MARK	CLASS	REG. NO.	REG. DATE	TAX	RENEWAL DUE
INTERNET OFFICE -394	9	1944968	2/1/1995	2/1/2000	2/1/2005
INTERNET OFFICE -395	16	1944969	2/1/1995	2/1/2000	2/1/2005
INTERNET IN A BOX -392	9	1949262	2/21/1995	2/1/2000	2/21/2005
INTERNET IN A BOX -393	16	1949263	2/21/1995	2/1/2000	2/21/2005

**SPAIN APPLICATIONS:****NONE**

**SWITZERLAND REGISTRATIONS:**

SPRY -354	9, 16	437725	9/20/1995	9/20/2005
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**SWITZERLAND APPLICATIONS:**

MARK	CLASS	APP. NO.	APP. DATE
INTERNET OFFICE -280	9 and 16	8201/1995.4	6/12/1995
INTERNET IN A BOX -279	9 and 16	8202/1995.6	6/12/1995

**U.K. REGISTRATIONS:**

MARK	CLASS	REG. NO.	REG. DATE	RENEWAL DUE
SPRY -264	9 and 16	2036000	9/20/1995	9/20/2005

**U.K. APPLICATIONS:****NONE**

TRADOCs: 1138033.1 (\_#4101!.doc)

Feb-08-99 16:21 From

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**

In the Matter of:

Applicant: **Mindspring Enterprises, Inc.**  
**(Formerly owned by Spry, Inc.)**

Mark: **INTERNET DIRECT**

Application  
Number: **74/646,086**

Filed On: **March 13, 1995**

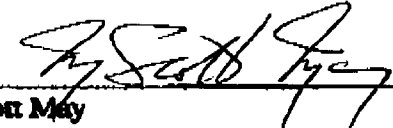
**NO FEE**  
**Assistant Commissioner for Trademarks**  
**2900 Crystal Drive**  
**Arlington, Virginia 22202-3513**

**SUBSTITUTE POWER OF ATTORNEY**

Registrant, **Mindspring Enterprises, Inc. (Formerly owned by Spry, Inc.)**, hereby revokes all previously granted Powers of Attorney and appoints **KENNETH I. HAUTMAN, CELIA G. SPIRITOS, CATHERINE L. THORNBERRY, TIMOTHY J. LYDEN and MICHELE L. DYER**, and members of the law firm of **Hogan & Hartson L.L.P., 8300 Greensboro Drive, Suite 1100, McLean, Virginia 22102**, to prosecute the above-listed Registration, to transact all business in the United States Patent and Trademark Office in connection therewith, and to receive the certificates of renewal for said Registration.

**MINDSPRING ENTERPRISES, INC.**  
**(Formerly owned by Spry, Inc.)**

Date: 2/18/99

By:   
**Scott May**  
**Vice President of Marketing**

\*\*\*JOC - 6452723 - 020804 01