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**LECORD** U.S. Patent & TMOfc/TM Mail Rcpt Dt. #10

3. 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.		
5	1. Name of conveying party(ies):	2. Name and address of receiving party(ies):	
1	Mountain Lake Software, Inc.	Name:Able Minds, Inc.	
	Individual(s) Association General Partnership Limited Partnership	Address: 1041 Lake Street	
16	X Corporation - State <u>California</u> Other	San Francisco, CA 94118	
9	Additional name(s) of conveying party(ies) attached? _ Yes X No	Individual(s) Citizenship	
;	3. Nature of conveyance:	Association General Partnership Limited Partnership	
Į	X Assignment Merger	X Corporation - State <u>California</u>	
ļ	Security Agreement Change of Name	_ Other	
	Other	If assignee is not domiciled in the United States, a domestic	
}	Execution Date: July 6, 1999	representative designation is attached: Yes X No (Designation must be a separate document from Assignment.)	
		Additional name(s) & address(es) attached?Yes _X_No	
Ī	4. Application number(s) or registration number(s):		
	A. Trademark Application No.(s)	B. Trademark Registration No.(s)	
İ	75/260,879 75/261,136		
}	75/261,137		
	75/261,568	į į	
	Additional numbers a	ttached? Yes X No	
	5. Name and address of party to whom	6. Total Number of applications and	
	correspondence concerning document should	registrations involved:	
1	be mailed:	(\$40 first mark per document; \$25 second and	
	Name: Sheldon R. Meyer	subsequent marks in same document.)	
	Address: Fliesler, Dubb, Meyer & Lovejoy LLP	7. Total fee (37 CFR 3.41)\$ 115.00	
	Four Embarcadero Center, Suite 400	X Check Enclosed	
	San Francisco, CA 94111	8. X Authorized to charge any additional fees or credit any overpayment to Deposit	
	Telephone: <u>(415) 362-3800</u>	Account No. 06-1325. (A duplicate copy of this authorization is not enclosed.)	
	9. Statement and signature.	SE THIS SPACE	
	To the best of my knowledge and belief, the foregoing copy is a true copy of the original document.	7 7 1 5	
	copy is a true copy of the original aucument.	100000	
	Sheldon R. Meyer July 7, 1999		
	Attorney or Agent Signature	THE Date	
	Reg. No. <u>27,660</u>	<u> </u>	
L	10. Total number of pages comprising cover sheet: 3		
	Attorney Docket No.: MTLP 0000 SRM - srm/mtlp/assign.04	1 - 315.001:031196 07/07/99-08:04 TRADEMARK	
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## ASSIGNMENT OF TRADEMARKS AND GOODWILL

WHEREAS, Mountain Lake Software, Inc. ("Assignor"), a California corporation, organized and existing under the laws of the State of California, having its principal place of business at 298 Fourth Avenue, No. 401, San Francisco, California 94118, is the owner of all right, title and interest in and to the following trademarks and the pending U.S. trademark applications:

U.S. Mark.	ABLE MINDS	
U.S. App #/Date	Serial No. 75/261,137	Filed Date: 03/20/1997
Goods	Computer services, namely, providing on-line multi-media magazines in the field of education; providing a computer database featuring works of art; providing an on-line bulletin board in the field of education; providing chat rooms in the nature of on-line facilities for real-time interaction with other computer users concerning topics of general interest and education; and computer consulting services; all in International Class 42.	
Atty Docket #	MTLP 6766 SRM	

U.S. Mark:	CYBERTEACHERS	
U.S. App. #/Date	Serial No. 75/261,136	Filed Date: 03/20/1997
Goods	Computer services, namely, providing on-line multi-media magazines in the field of education; providing a computer database featuring works of art; providing an on-line bulletin board in the field of education; providing chat rooms in the nature of on-line facilities for real-time interaction with other computer users concerning topics of general interest and education; and computer consulting services; all in international Class 42.	
Alty Docket #:	MTLP 6767 SRM	

U.S Mark:	TEACHERS OUTPOST	
U.S. App. #/Date	Serial No. 75/260,879	Filed Date: 03/20/1997
Goods	Computer services, namely, providing on-line multi-media magazines in the field of education; providing a computer database featuring works of art; providing an on-line bulletin board in the field of education; providing chat rooms in the nature of on-line facilities for real-time interaction with other computer users concerning topics of general interest and education; and computer consulting services; all in international Class 42.	
Atty Docket #	MTLP 6768 SRM	

Attorney Docket No.: MTLP ODOD SRM

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U.S. Mark:	YOUNG COMPOSERS	
U.S. App #/Date	Serial No. 75/261,568	Filed Date: 03/21/1997
Goods Entertainment services, namely, providing an on-line to the published music of others; in International Class 4		
Atty Dacket #:	MTLP 6769 SRM	

and the goodwill associated therewith for use with the above goods for the territories of the United States and the rest of the world; and

WHEREAS, Able Minds, Inc. ("Assignee"), a California corporation, having a business address of 1041 Lake Street, San Francisco, CA 94118, is desirous of acquiring all right, title and interest in and to the above trademarks for the above specified goods and the above specified territories, along with the goodwill of the business associated with said trademarks and that portion of the ongoing and existing business to which the above trademarks pertain:

NOW, THEREFORE, for goods and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby sells, transfers, conveys and assigns unto Assignee its entire right, title and interest in and to the above trademarks and trademark applications, and registrations therefor, and the goodwill of the business in connection with said trademarks for the above identified goods and the above identified territories, and that portion of the ongoing and existing business to which the above trademarks pertain, all effective as of the date below.

ASSIGNOR	ASSIGNEE	
By: Julie Michan	By: Julio Reiter	
Name: Julie Richer Its: President Date: 7/6/97	Name: Julie Richer Its: President Date: 7/1/99	

Attorney Docket No.; MTLP 0000 SRM
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