01-24-2000

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ZIFF-DAVIS
a SOFTBANK company
www.zd.com

28 East 28th Street
New York, NY 10016
Tel: 212-503-3500
Fax: 212-503-3581

Legal Department

~~December , 1999~~ January 21, 2000
Via Facsimile: (703)308-7124

MD 1/21/00

RECORDATION FORM COVER SHEET - TRADEMARKS

Hon. Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231
Attn: Rhonda Nicol

Re: Recordal of Assignment
From: ZDTV, L.L.C.
Into: ZD Inc.

Sir:

Please record the attached original documents or copy thereof:

1. Name of conveying party(ies):
   ZDTV, L.L.C , a Delaware Limited Liability Company;

2. Name and address of receiving party(ies):
   ZD Inc., a Delaware Corporation;
   28 East 28th St.
   New York, New York 10016-7930

3. Nature of conveyance: Assignment
   Effective date of Assignment: September 1, 1999

4. Trademark application numbers:
   a) 75/462204, 75/462203 (Trademark SPENCER F. KATT in 9 and 42)

5. Please address all correspondence in this matter to:
   Andrea Van Kampen, Esq.
   ZD Inc.
   28 East 28th Street
   New York, NY 10016-7930
   (212) 503-3571

01/24/2000 TTDN11 00000083 260235 75462204
01 FC:484 40.00 CH
02 FC:482 25.00 CH

Re: Recordal of Assignment
From: ZDTV, L.L.C.
Into: ZD Inc.

6. Total number of applications and registrations involved: 2

7. Total fee enclosed: $65.00.

Please charge our deposit account No. 26-0235 the sum of $65.00 to cover the fee for Recordal of Assignment of two (2) trademarks. Please charge any deficiency or credit any overcharge to said Deposit Account.

8. 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.

Sincerely,

Phyllis Schoenberg

~~Andree Van Kampen~~ Phyllis Schoenberg
~~December , 1999~~ January 21, 2000

Total number of pages comprising cover sheet: 2

CERTIFICATE OF FACSIMILE TRANSMISSION

FACSIMILE NUMBER: (703)308-7124 - Assignment Branch

I CERTIFY THAT THIS CORRESPONDENCE IS BEING SENT BY FACSIMILE TRANSMISSION VIA THE ABOVE FACSIMILE NUMBER TO: HON. COMMISSIONER OF PATENTS AND TRADEMARKS, BOX ASSIGNMENTS, WASHINGTON, D.C. 20231, ATTN: RHONDA NICOL on ~~December , 1999.~~ January 21, 2000

Signature: Phyllis Schoenberg
Phyllis Schoenberg

Trademark Assignment

This TRADEMARK ASSIGNMENT is dated as of September 1, 1999, from ZDTV, L.L.C. ("Assignor"), a Delaware limited liability company, in favor of ZD Inc., a Delaware corporation located at 28 East 28th St., New York, New York 10016-7930 ("Assignee");

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby confirms, sells, transfers and assigns, effective as of September 1, 1999, to Assignee, its successors and assigns, all of Assignor's right, title and interest in and to the Trademark applications listed below ("Trademarks"):

MARK	Class	App. No.	App. Date
SPENCER F. KATT	9	75/462204	4/ 6/1998
SPENCER F. KATT	42	75/462203	4/ 6/1998

together with the goodwill of the business, or portion thereof to which the Trademarks pertain, symbolized thereby and the right to sue for past infringement thereof.

Assignor hereby requests and authorizes the Commissioner of Patents and Trademarks of the United States of America, whose duty it is to issue trademark registrations, to issue the Certificate of Registration, Renewal or Assignment, for any registration, or registration resulting from any application listed above, to Assignee, or its successors, and assigns, in accordance with the terms of this instrument.

ZDTV, L.L.C.

By: _____

J.Malcolm Morris
Vice President and Secretary