

MRD 11/4/99

FORM PTO-1594 (Rev. 6-93) JMB No. 0651-0011 (exp. 4/94)

11-10-1999



COVER SHEET ONLY

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

Tab settings

To the Honorable Commission

101197617

the attached original documents or copy thereof

1. Name of conveying party(ies):

Cendant Publishing, Inc.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State Delaware, 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: August 25, 1999

2. Name and address of receiving party(ies)

Name: Netmarket Group Inc.

Internal Address:

Street Address: 595 Summer Street

City: Stamford State: CT ZIP: 06901

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Delaware, 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

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

A. Trademark Application No.(s)

See attached Schedule "A".

B. Trademark Registration No.(s)

See attached Schedule "B".

Additional numbers attached? Yes No

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

Name: Jeffrey C. Katz, Esq.

Internal Address: DAVIS & GILBERT LLP

Street Address: 1740 Broadway

City: New York State: NY ZIP: 10019

11/10/1999 DNGUYEN 00000031 75522993

6. Total number of applications and registrations involved:

11

7. Total fee (37 CFR 3.41).....\$ 290.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

01 FC:481 02 FC:482

40.00 OP 250.00 OP

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.

Jeffrey C. Katz, Esq.

Name of Person Signing

Signature

11.4.99

Date

6

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

Exp. Mail Cert. No. E1828381907US

Washington, D.C. 20231

TRADEMARK

REEL: 001986 FRAME: 0678

**SCHEDULE "A"**

<b><u>Mark</u></b>	<b><u>Serial No.</u></b>	<b><u>Filing Date</u></b>
FAREAGENT	75/522993	07/21/98
HAGGLE ZONE	75/557448	09/23/98
WHERE EVERYTHING'S NEGOTIABLE	75/581365	11/02/98
NETMARKET N (Stylized)	75/607909	12/18/98
NETMARKET (Stylized)	75/607910	12/18/98
N and Design	75/607911	12/18/98
NETSANTA	75/722195	06/07/99
N with Hat Design	75/722196	06/07/99

**SCHEDULE "B"**

<b><u>Mark</u></b>	<b><u>Registration No.</u></b>	<b><u>Registration Date</u></b>
NETMARKET	2,036,825	02/11/97
NETMARKET	2,141,393	03/03/98
YOUR SITE FOR SAVINGS ON THE WEB	2,195,531	10/13/98

**ASSIGNMENT**

**WHEREAS**, CENDANT PUBLISHING, INC., a corporation of the State of Delaware located at 3033 South Parker Road, Suite 900, Aurora, Colorado 80014 (hereinafter "Assignor"), is the owner of the marks listed on the attached Schedule "A" which are the subject of applications for registration in the United States Patent and Trademark Office and the owner of the marks listed on the attached Schedule "B" which are registered in the United States Patent and Trademark Office (the marks on Schedules "A" and "B" are collectively referred to herein as the "Marks"); and

**WHEREAS**, NETMARKET GROUP INC., a corporation of the State of Delaware located at 595 Summer Street, Stamford, Connecticut 06901 (hereinafter "Assignee"), is the successor of the portion of the business of Assignor, which is ongoing and existing, to which the Marks pertain, and is desirous of acquiring said Marks and said applications and registrations thereof, and the goodwill of the business in connection therewith.

**THEREFORE**, for good and valuable consideration receipt of which is hereby acknowledged, said Assignor does hereby assign unto said Assignee all right, title and interest in and to said Marks, together with the goodwill of the business symbolized by the Marks, and the applications and registrations thereof, and all rights to damages or profits, due or accrued, arising out of past infringement of said Marks or injury to said goodwill, and the right to sue for and recover the same in the Assignee's own name.

**IN WITNESS WHEREOF**, this Assignment has been executed to be effective the 25th day of August 1999.

CENDANT PUBLISHING, INC.

By: *Peter McQuay*  
Name: *Peter McQuay*  
Title: *Senior Vice President*

NETMARKET GROUP INC.

By: *St. Schwartz*  
Name: *Steven Schwartz*  
Title: *Vice President and General Counsel*