



ZIFF-DAVIS
a SOFTBANK
company
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28 East 28th Street
New York, NY 10016
Tel: 212-503-3500
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Legal Department

MRD

February 16, 2000

~~December, 1999~~

Via Facsimile: (703)308-7124

02-17-2000



101247542

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: Disney Enterprises, Inc.
To: ZD Inc.

Sir:

Please record the attached original documents or copy thereof:

- 1. Name of conveying party(ies):
Disney Enterprises, Inc., a Delaware Corporation;
- 2. Name and address of receiving party(ies):
ZD Inc., a Delaware Corporation;
28 East 28th Street
New York, New York 10016
- 3. Nature of conveyance: Assignment
Date of execution: May 1, 1998
- 4. Trademark application numbers:
A. Please see attached Schedule A 74-501,071
- 5. Please address all correspondence in this matter to:
Andrea Van Kampen, Esq.
ZD Inc.
28 East 28th Street
New York, NY 10016
(212) 503-3571

02/17/2000 DECATES 00000071 260235 74501071

40.00 CH
25.00 CH

01 FC:481
02 FC:482

65 E

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Re: Recordal of Assignment
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To: ZD Inc.

6. Total number of applications 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. 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,



Andrea Van Kampen

~~December 1999~~
February 16, 2000

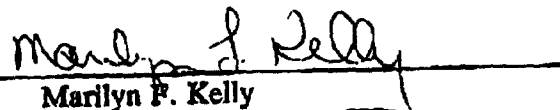
Total number of pages comprising cover sheet: 3

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~~ February 17, 2000.

Signature:



Marilyn F. Kelly

SCHEDULE "A"
SCHEDULE OF U.S. TRADEMARK APPLICATIONS

Recordal of Assignment from Disney Enterprises, Inc. to ZD Inc.

<u>Mark</u>	<u>Class</u>	<u>Serial No.</u>	<u>Filed</u>
FAMILY PC FOR ON-LINE SERVICES	35	74/501071	3/14/1994
FAMILY PC LOGO	16	74/492412	2/17/1994

EXHIBIT B1**TRADEMARK ASSIGNMENT**

WHEREAS, DISNEY ENTERPRISES, INC., a Delaware corporation ("Assignor"), is the owner and/or record owner of all right, title and interest in and to the trademarks and service marks and all trademark and service mark registrations and applications therefor, listed on the attached Schedule A1, together with the goodwill arising from the use of and symbolized by the marks; and

WHEREAS, Assignor desires to assign to ZD Inc. (f/k/a Ziff-Davis Inc.), a Delaware corporation ("Assignee"), and Assignee desires to acquire, all of Assignor's right, title and interest in and to the marks and the registrations and applications thereof and any other FamilyPC marks or formatives thereof including the mark "FamilyPC" or translations thereof owned by Assignor, and any registrations and applications thereof (the marks on Schedule A1 and the other marks, collectively the Trademarks"), together with the goodwill arising from the use of and symbolized by the Trademarks;

WHEREAS, Assignee is a successor to that portion of Assignor's business to which the Trademarks pertain, and that business is existing and ongoing;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, assignor hereby sells, assigns, transfers, and conveys to Assignee, its successors and assigns, all of its right, title and interest in and to the Trademarks and the registrations and applications thereof, together with all goodwill arising from use of and symbolized by the Trademarks, and the right to sue for past infringement thereof, as well as that portion of Assignor's business to which the Trademarks pertain.


Assignor hereby authorizes the Commissioner of Patents and Trademarks of the United States of America and the appropriate officer of any other jurisdiction in which the Trademarks are registered or in which applications thereof are pending, to issue and to record the title of

Assignee as owner of all right, title and interest in and to the Trademarks and the registrations and applications thereof, together with all goodwill arising from the use of and symbolized by the Trademarks.

Assignor further agrees to execute upon request of Assignee all documents as are necessary and proper to vest full title in and to the Trademarks in Assignee or which may be necessary to obtain, renew, issue or enforce the Trademarks.

Dated as of the 1st day of May, 1998


DISNEY ENTERPRISES, INC.

By: 

Name: Kenneth E. Newman

Title: Vice President and Assistant Secretary

ZD INC. f/k/a
ZIFF-DAVIS INC.

By: 

Name: J. Malcolm Morris

Title: Vice President

SCHEDULE A1

Applications held in the name of Disney Enterprises, Inc.

United States:

<u>Mark:</u>	<u>Appln. No.</u>	<u>Class</u>
FAMILYPC stylized letters	74/492412	16
FAMILYPC FOR ON-LINE SERVICES	74/501071	35