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11/15/99

# TRADEMARK & PATENT COUNSELORS OF AMERICA, P.C.

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12-02-1999

Mark E. Peroff  
Keith E. Danish  
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101213016

November 15, 1999

By: *[Signature]*  
Stanley N. Dutch  
Principal Counsel

## RECORDATION FORM COVER SHEET - TRADEMARKS

Box ASSIGNMENT  
Commissioner of Patents and Trademarks  
Washington, D.C. 20231

Express Mail™ mailing label number EL01484228245

Date of Deposit 11/15/99

I hereby certify that this copy or copy of a filing  
deposited with the Trademark Office of the  
Mail Post Office, Washington, D.C. 20231  
in compliance with the provisions of  
the Trademark Act of 1946 (15 U.S.C. § 1052)  
Washington, D.C. 20231

*[Signature]*  
*[Signature]*  
(Signature of person mailing paper or fee)

Re: Recordal of Assignment of Trademark  
Assignor: TERRANET, INC.  
Assignee: TELEFONICA INTERACTIVA, S.A.  
Trademark: **TERRANET**  
Registration No.: 1,941,127  
Registration Date: December 12, 1995  
Our ref.: UNGRI-0816

Sir:

Please record the attached original documents or copy thereof:

1. Name of conveying party(ies):

TERRANET, INC., a corporation organized and existing under the laws of  
Massachusetts.

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

TELEFONICA INTERACTIVA, S.A., a corporation organized and existing under the  
laws of Spain, located and doing business at Via de las dos Castillas, 33, 28224 Pozuelo de  
Alarcon, Madrid, Spain.

3. Nature of conveyance:

Assignment  
Date of execution: September 29, 1999

4. U.S. Registration No. 1,941,127 TERRANET

00000096 1941127  
40.00 DP  
11/02/1999 TTOM11  
01 FC:481

5. Please address all correspondence in this matter to:

Keith E. Danish  
Trademark Counselors of America, P.C.  
915 Broadway - 19th Floor  
New York, New York 10010  
(212) 387-0247

6. Total number of applications and registrations involved: 1

7. Total fee enclosed: \$40

8. Also enclosed is a Certificate of Express Mail, label number EL044842279US, and an acknowledgment postcard.

9. 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,



Keith E. Danish

KED:am  
Enclosures

Total number of pages comprising cover sheet: 2

ASSIGNMENT

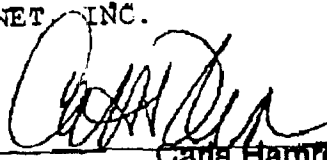
WHEREAS, TERRANET, INC. ["Assignor"], a Massachusetts corporation located and doing business at 729 Boylston Street, Boston, Massachusetts 02116 has adopted, used and is using in commerce the service mark TERRANET, which it has registered in the United States Patent and Trademark Office, Reg. No. 1,941,127, dated December 12, 1995, in respect of "providing multiple-user access to a global computer information network for the transfer and dissemination of a wide range of information" (Int'l. Class 42); and

WHEREAS, TELEFONICA INTERACTIVA, S.A. ["Assignee"], a Spanish corporation located and doing business at Via de las dos Castillas, 33, 28224 Pozuelo de Alarcon, Madrid, Spain, is desirous of acquiring said service mark, any goodwill of the business associated therewith, and the aforementioned registration thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby sell, assign, transfer and set over unto Assignee the entire right, title, and interest in and to the aforementioned service mark in the United States of America, any goodwill of the business associated with said mark, the aforementioned

registration thereof, and the right to sue for past and future infringement thereof or to bring related causes of action.

TERRANET INC.



Dated: September 29, 1999

By

Name:

Title:

Carla Harris Donelson

Vice President and Secretary

0022360.WP

~~TRADEMARK~~

REEL: 001994 FRAME: 0589

STATE OF COLORADO )

) ss:

COUNTY OF Arapahoe )

On this the 29th day of September, 1999 before me personally came

Carl Hamra  
Donelson, to me known, who, being by me duly sworn, did depose and say that he/she is the Vice Secretary of TERRANET, INC., the corporation described in and which executed the foregoing instrument, and that he/she signed his name thereto by order of said company.

Subscribed and sworn to before me  
this 29th day of September, 1999

James O'Neil  
Notary Public

My Commission Expires: 8/26/01

