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RECORDS
TR

02-28-2000

Tab settings 000



To the Honorable Commissioner of Patents and

101277164

Mail documents or copy them

1. Name of conveying party(ies):

Packard Bell NEC, Inc. and
Urocket, Inc.

2. Name and address of receiving party(ies)

Name: Urocket Acquisition Corporation

Internal Address: _____

Street Address: 339 North Bernardo Avenue

City: Mountain View State: CA ZIP: 94043

- Individual(s)
- General Partnership
- Corporation-State -- Delaware
- Other _____
- Association
- Limited Partnership

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

Additional name(s) of conveying party(ies) attached? Yes No

If assignee is not domiciled in the United States, a domestic representative designat
is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: January 13, 2000

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

A. Trademark Application No.(s)

See attached Schedule I

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Jacinta M. Sivyser

Internal Address: Covington & Burling

Street Address: 1330 Avenue of the Americas

City: New York State: NY ZIP: 10019

6. Total number of applications and registrations involved: _____

20

7. Total fee (37 CFR 3.41).....\$ 515.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

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

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.

Minter Krotzer

Name of Person Signing

Signature

1/25/00

Date

Total number of pages including cover sheet, attachments, and document: _____

7

02/25/2000 DNGUYEN 0000265 75726339

01 FC:481
02 FC:482

40.00 OP
475.00 OP

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

**Schedule I to Recordation Form
Cover Sheet (Trademarks)**

Pending U.S. Trademark Applications:

Mark	Class	Serial Number	Filing Date	Status
U and Design	42	75/726,339	6/10/99	Pending; publication/ registration review complete
U and Design	41	75/726,343	6/10/99	Pending; non-final office action issued
U and Design	9	75/726,348	6/10/99	Pending; non-final office action issued
U and Design	38	75/726,804	6/10/99	Pending
U and Design	35	75/726,848	6/10/00	Pending; non-final office action issued
UROCKET	9	75/726,342	6/10/99	Pending; non-final office action issued
UROCKET and Design	9	75/726,341	6/10/99	Pending; non-final office action issued
UROCKET and Design	9	75/726,338	6/10/99	Pending; non-final office action issued
UROCKET and Design	35	75/726,847	6/10/99	Pending; non-final office action issued
UROCKET and Design	35	75/726,806	6/10/99	Pending; non-final office action issued
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UROCKET	41	75/726,345	6/10/99	Pending; non-final office action issued
UROCKET and Design	42	75/726,344	6/10/99	Pending; non-final office action issued
UROCKET	42	75/726,340	6/10/99	Pending; non-final office action issued
UROCKET and Design	42	75/726,337	6/10/99	Pending; non-final office action issued
UROCKET and Design	42	75/726,336	6/10/99	Pending; non-final office action issued

TRADEMARK ASSIGNMENT

Packard Bell NEC, Inc. and Urocket, Inc.
to
Urocket Acquisition Corporation

WHEREAS, Packard Bell NEC, Inc. ("Assignor"), a Delaware corporation, and Urocket, Inc. ("Urocket"), a Delaware corporation and a wholly-owned subsidiary of Assignor (collectively, Assignor and Urocket referred to as "Sellers"), have entered into an Asset Transfer and Warrant Purchase Agreement, dated as of December 30, 1999 (the "Asset Purchase Agreement") with REB I, Inc., now known as Urocket Acquisition Corporation ("Assignee"), a Delaware corporation, formed by Rudy Burger, pursuant to which Sellers have sold certain of their assets, including their rights to the mark UROCKET and certain other intellectual property assets, to Assignee; and

WHEREAS, to their knowledge, Sellers have valid title to the marks identified in Schedule A attached hereto ("Marks") and Assignor has valid title to the pending applications for federal registration of said Marks as identified in the attached Schedule A;

WHEREAS, Sellers desire to assign to Assignee all of Sellers' right, title and interest in and to the Marks and Assignor desires to assign to Assignee all of Assignor's right, title and interest in and to the pending registration applications identified in Schedule A;

NOW THEREFORE, for good and valuable consideration as set forth in the Asset Purchase Agreement which is in excess of \$1,000.00, the receipt and adequacy of which is hereby acknowledged, and intending to be legally bound, Sellers, by these presents do hereby sell, assign and transfer unto Assignee, as the successor of the business to which the Marks pertain, and its successors and assigns, all of Sellers' right, title and interest in and to the Marks, together with the goodwill of the business symbolized thereby, and the trademark registration applications identified in Schedule A, as well as any claims, demands, causes of action, rights to sue or other rights occasioned from or because of any and all past infringement of such Marks and the right to collect damages therefor, to be held and enjoyed by said Assignee, as fully as the same would have been enjoyed by said Sellers, had this assignment not been made.

Sellers further agree that upon reasonable request, they will execute any and all documents necessary to vest all right, title and interest in and to the Marks and the registration applications therefor.

This Assignment is binding on Sellers, their successors and assigns, and will inure to the benefit of the Assignee, its successors and assigns. Nothing in this Assignment, express or implied, is intended or shall be construed to confer upon, or to give to, any person, corporation or entity other than Assignee, its successors and assigns, any remedy or claim under or by reason of this Assignment, or any terms, covenants or conditions hereof, and all the terms, covenants and conditions in this Assignment shall be for the sole and exclusive benefit of Assignee and its successors and assigns.

IN WITNESS WHEREOF, Assignor, Urocket and Assignee have cause this Assignment to be executed on this 13th day of January, 2000.

PACKARD BELL NEC, INC.

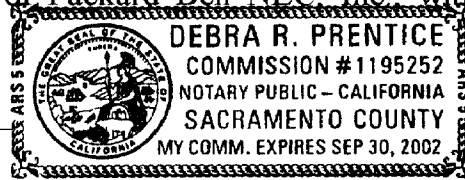
By: Almarie Falbo
Name: Almarie Falbo
Title: General Manager and Chief Operating Officer

STATE OF California)
) ss.
COUNTY OF Sacramento)

The foregoing instrument was acknowledged before me this 13 day of January, 2000, by Almarie Falbo, who stated that he/she is General Mgr. of Packard Bell NEC, Inc., and that he/she voluntarily entered into the above Assignment on behalf of Packard Bell NEC, Inc. with the authority to do so.

Debra R. Prentice
Notary Public

My commission expires: 9-30-2002



UROCKET, INC.

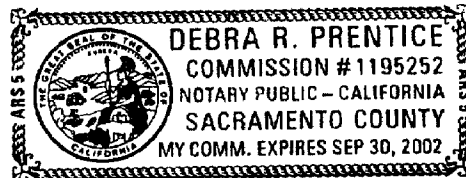
By: Geoff Ribar
Name: Geoff Ribar
Title: Chief Financial Officer

STATE OF California)
) ss.
COUNTY OF Sacramento)

The foregoing instrument was acknowledged before me this 13 day of January, 2000, by Geoff Ribar, who stated that he/she is Chief Financial Officer of Packard Bell NEC, Inc., and that he/she voluntarily entered into the above Assignment on behalf of Packard Bell NEC, Inc., with the authority to do so.

Debra R. Prentice
Notary Public

My commission expires: 9-30-2002



**Schedule A to
Trademark Assignment**

A. Marks

UROCKET
UROCKET and Design
U and Design

B. Pending U.S. Trademark Applications:

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UROCKET and Design	42	75/726,336	6/10/99	Pending; non-final office action issued

CERTIFICATE OF MAILING BY "EXPRESS MAIL"

"EXPRESS MAIL" Mailing Label No.: EL534273126US

Date of Deposit: January 25, 2000

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee Service" under 37 C.F.R. 1.10 on the indicated date above and is addressed to: Commissioner of Patents and Trademarks, Box Assignments, 2900 Crystal Drive, Washington, D.C. 20231.

Minter KoTZer
Name of the person filing paper or fee

[Signature]
Signature of person filing paper or fee