

MAN 2/28/00

04-05-2000

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

FORM PTO-1018A
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DPR/FINANCE

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

To: The Commissioner of Patents and Trademarks. Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Re-submission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Name Pro Tunc Assignment
- Merger Effective Date
Month Day Year _____
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name Barry Freedberg

Execution Date
Month Day Year
5-9-99

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization _____

Receiving Party

Mark if additional names of receiving parties attached

Name TCPIP Holding Company, Inc.

DBA/AKA/TA _____

Composed of _____

Address (no 1) 913 North Market Street, Suite 212

Address (no 2) _____

Address (no 3) Wilmington

DE

19801

- Individual General Partnership Limited Partnership Corporation Association
- Corporation Association
- Other _____

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

- Citizenship/State of Incorporation/Organization Delaware

FOR OFFICE USE ONLY

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01 FC1481 46.00 SP

Public burden reporting for this collection of information is estimated to average approximately 20 minutes per cover sheet to be received, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (2001-0205), Washington, D.C. 20503. See also Information Collection Budget Package 0001-0205, Patent and Trademark Assignment Period. Do not send responses to either Assignment Periods to this Address.

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

TRADEMARK
REEL: 002044 FRAME: 0190

Domestic Representative Name and Address Enter for the first Receiving Party only.

Name NIMS, HOWES, COLLISON, HANSEN & LOCKER
Address (line 1) 605 Third Avenue, Suite 3500
Address (line 2) New York, New York 10158
Address (line 3) _____
Address (line 4) _____

Correspondent Name and Address Area Code and Telephone Number 212-661-9700

Name Keith E. Sharkin
Address (line 1) _____
Address (line 2) _____
Address (line 3) _____
Address (line 4) _____

Pages Enter the total number of pages of the attached conveyance document including any attachments. # 2

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached
Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<u>75/667,532</u>					

Number of Properties Enter the total number of properties involved. # 1

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 40.00

Method of Payment: Enclosed Deposit Account
Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: # _____
Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.
Keith E. Sharkin [Signature] 2/22/00
Name of Person Signing Signature Date Signed

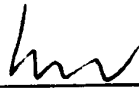
SERVICE MARK ASSIGNMENT

WHEREAS, Barry Freedberg, an individual residing at 6 Lakeville Drive, East Hills, New York 11576 (hereinafter "Assignor"), has adopted, used and is using the mark CHILD PLACE, and is the owner and applicant of record in the U.S. Patent and Trademark Office of the service mark application for CHILD PLACE, Serial No. 75/667,532, together with the goodwill of the business symbolized by said service mark (hereinafter the "Service Mark"); and

WHEREAS, TCPIP HOLDING COMPANY, INC., a Delaware corporation with a place of business at 913 North Market Street, Suite 212, Wilmington, Delaware 19801 (hereinafter "Assignee"), desires to acquire the Service Mark and the goodwill of the business pertaining thereto along with the application therefor;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns and transfers his entire right, title and interest in and to the Service Mark and the application therefor, together with the goodwill of the business pertaining thereto, to Assignee.

By: _____



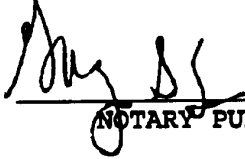
Barry Freedberg

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REEL: 002044 FRAME: 0192

ACKNOWLEDGMENT

STATE OF NEW YORK)
) ss:
COUNTY OF Nassau)

On this 9 day of May, 1999, before me personally appeared Barry Freedberg, to me known, who, being by me duly sworn, did depose and say that he is the Assignor above-named, and acknowledged that he executed the foregoing Assignment on his own behalf.



NOTARY PUBLIC

GREG S. ZUCKER
Notary Public, State of New York
No 02ZU6007021
Qualified in Nassau County
Commission Expires May 11th 2000

RECORDED: 02/28/2000

**TRADEMARK
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