

2000 2/15/00

FORM PTO-1618A
Expires 06/30/99
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04-17-2000



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RECORDATION FORM COVER SHEET
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TRADEMARKS

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

Submission Type

- New
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Document ID # _____
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Conveyance Type

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

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Soft Plus, Inc.

03/01/00

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization California

Receiving Party

Mark if additional names of receiving parties attached

Name U.S. Interactive Corp.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 2012 Renaissance Boulevard

Address (line 2) _____

Address (line 3) King of Prussia

Pennsylvania

19406

City

State/Country

Zip Code

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

Citizenship/State of Incorporation/Organization Delaware

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04/17/2000 DNGUYEN 00000014 75888090

01 FC:481
02 FC:482

40.00 OP
200.00 OP

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

04/15/2000 DNGUYEN
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001509800
Serial Number: 75888090
FC: 704

TRADEMARK
REEL: 002052 FRAME: 0479

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

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. #

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)

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

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

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.

John F. Letchford (Reg. No. 33,328)



March 8, 2000
Date Signed

Name of Person Signing

ASSIGNMENT

The undersigned Soft Plus, Inc., a California corporation with its principal place of business located at 18900 Stevens Creek Boulevard, Cupertino, California 95014 ("Assignor"), hereby transfers and assigns to U.S. Interactive Corp., a Delaware corporation, with its principal place of business located at 2012 Renaissance Boulevard, King of Prussia, Pennsylvania 19406 ("Assignee"), all right, title and interest in and to the trademarks whose applications and registrations are pending in the United States Patent and Trademark Office and set forth in EXHIBIT A together with the goodwill of the business associated therewith (collectively, "Trademarks").

The Assignor does hereby assign unto the Assignee all of its right, title, and interest in and to the Trademarks, free and clear of all liens and encumbrances, together with all of the goodwill of the business associated with and symbolized by such Trademarks, any and all applications and registrations thereof and therefor, and any rights of the Assignor to sue any third parties for any past infringement of or to the Trademarks, for the use and behoof of Assignee and its successors, assigns or other legal representatives and to prosecute such applications and registrations in the United States Patent and Trademark Office and any and all corresponding applications and registrations in any and all trademark offices other than in the United States Patent and Trademark Office.

After the execution of this Trademark Assignment, at the request of the Assignee and at the Assignee's expense, but without additional consideration to the Assignor, the Assignor will execute and deliver to the Assignee from time to time such further instruments of conveyance, transfer, and assignment and other documents, and will take such other actions as the Assignee may reasonably require to convey and deliver more effectively to the Assignee the Trademarks, to perfect the Assignee's title thereto, and otherwise to accomplish the orderly transfer to the Assignee of the Trademarks and to give full effect to this Trademark Assignment.

This Trademark Assignment is binding on the Assignor and its respective successors and assigns, and inures to the benefit of the Assignee and its successors and assigns.

TRADEMARK

In witness whereof, intending to be legally bound hereby, the Assignor has duly executed this Trademark Assignment.

Soft Plus, Inc.

Dated: 3/1/00


By: Bishal Bisht
Title: Controller

EXHIBIT A**ASSIGNED SOFTPLUS TRADEMARKS**

| [REDACTED] | | |
|---|------------------------|-----|
| Serial #: 75/888090 Filed: 1/4/00 | SOFTPLUS | USA |
| Serial #: 75/888075 Filed: 1/4/00 | PROTIA | USA |
| Serial #: 75/716274 Filed: 5/27/99 | UNITY-OM | USA |
| Serial #: 75/715774 Filed: 5/27/99 | UNITY- CONNECTEX | USA |
| Serial #: 75/715772 Filed: 5/27/99 | UNITY-D3 | USA |
| Serial # 75/917055; Filed: 2/11/00 | e2e Solution | USA |
| Serial # 75/917056; Filed: 2/11/00 | It's Time To Market | USA |
| Serial #: 75-829627; Filed: 10/22/99 | UNITY- TELCO CARE | USA |
| Serial #: 75-829628 Filed: 10/26/99 | UNITY- SELFCARE | USA |