

04-24-2000

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101331075

original documents or copy thereof.

To the Honorable

03-29-2000

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #30

1. Name of convey

The Chicago Branch of UBS AG

- Individual(s)
- General Partnership
- Corporation-State
- Other Swiss company
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: March 14, 2000

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

Name: divine interChange, inc.

Internal Address: Suite 400

Street Address: 4225 Naperville Road

City: Lisle State: IL ZIP: 60532

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

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

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

A. Trademark Application No.(s)

See Exhibit A

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: Deborah A. Wing

Internal Address: Katten Muchin Zavis

Suite 1600

Street Address: 525 West Monroe Street

City: Chicago State: IL ZIP: 60661-3693

6. Total number of applications and registrations involved:

52

7. Total fee (37 CFR 3.41):..... \$ 1,315.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

04/24/2000 JJALLAH2 00000113 75735148

DO NOT USE THIS SPACE

01 FC:481 40.00 DP
02 FC:482 1275.00 DP

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.

Deborah A. Wing
Name of Person Signing

Signature

3-29-00
Date

Total number of pages comprising cover sheet:

1

TRADEMARK

REEL: 002062 FRAME: 0070

FORM PTO-1584
1-31-92

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

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Signature

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Date

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Exhibit A**TRADEMARKS**

The following U.S. trademarks:

MARK	REGISTRATION NUMBER	FILING DATE
BACKCHAT	75/735,148	07/16/99
BANYAK	75/765,404	08/26/99
BUSINESSCHAT	75/785,566	09/23/99
CHANNELDIRECTORY	75/785,572	09/23/99
CHANNELDOCK	75/735,138	07/16/99
CHANNELFILTER	75/785,573	09/23/99
CHANNELMANAGER	75/785,575	09/23/99
CHATALERT	75/735,049	07/15/99
CHATBOT	75/770,100	08/30/99
CHATCAST	75/785,576	09/23/99
CHATCONTROL	75/735,143	07/16/99
CHATDOCK	75/735,137	07/16/99
CHATFILTER	75/735,141	07/16/99
CHATFLOW	75/735,145	07/16/99
CHATFORMS	75/785,579	09/23/99
CHATGENIE	75/735,040	07/15/99
CHATGRAPH	75/740,217	07/26/99
CHATGROUP	75/745,307	08/02/99
CHATGUARD	75/735,048	07/15/99
CHATLITE	75/785,582	09/23/99
CHATMOBILE	75/735,050	07/15/99
CHATMONITOR	75/785,585	09/23/99
CHATNET	75/785,588	09/23/99
CHATNOTIFY	75/785,591	09/23/99
CHATPACK	75/735,139	07/16/99

CHATPAGER	75/735,051	07/15/99
CHATRECORD	75/735,045	07/15/99
CHATSECURITY	75/785,592	09/23/99
CHATSELECT	75/735,042	07/15/99
CHATSIFT	75/735,142	07/16/99
CHATSTAT	75/745,312	08/02/99
CHATTONE	75/735,053	07/15/99
CHATTRACKER	75/735,044	07/15/99
CHATWEB	75/735,146	07/16/99
CHATWIZARD	75/740,216	07/26/99
CHATWORLD	75/785,593	09/23/99
CLIENTINTERCHANGE	75/785,594	09/23/99
CORPORATECHAT	75/785,598	09/23/99
ENTERPRISE CHAT	75/770,097	08/30/99
EPICCHAT	75/765,311	08/25/99
GREENFROGS	75/765,314	08/5/99
IBOL	75/760,400	08/20/99
ICLITE	75/785,593	09/23/99
INTERCHANGE	75/770,104	08/30/99
KERINCI	75/765,400	08/26/99
MOBILECHAT	75/745,310	08/02/99
PAGERCHAT	75/745,311	08/02/99
PALMCHAT	75/745,306	08/02/99
TELECHAT	75/745,313	08/02/99
VERTICHAT	75/765,312	08/25/99
WEBCHAT	75/770,124	08/30/99
WIRELESSCHAT	75/760,401	08/20/99

UBS has filed a trademark application for the mark INTERCHANGE CHAT under international classes 36 and 38 in Switzerland on November 9, 1999. The application number is 390-INT-36-INTERC.

ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT is made as of March 14, 2000 by The Chicago Branch of UBS AG, a bank organized under the laws of Switzerland, located and doing business at c/o Warburg Dillon Read, 141 West Jackson Boulevard, Chicago, Illinois 60604 (hereinafter referred to as the "Assignor") to divine interChange, inc., a corporation duly organized and existing under the laws of the State of Delaware and having an office at c/o divine interVentures, inc., 4225 Naperville Road, Suite 400, Lisle, Illinois 60532 (hereinafter referred to as "Assignee").

WHEREAS, the Assignor is desirous of transferring and assigning to the Assignee, and the Assignee is desirous of acquiring from the Assignor, all of the Assignor's right, title and interest in and to the marks and registrations and registration applications therefor set forth on Exhibit A hereto ("Assigned Marks") and all of the goodwill associated therewith and other rights the Assignor may have with respect to such Assigned Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Assignor does hereby transfer, convey and assign unto the Assignee all of its rights, title and interest in and to the Assigned Marks, together with the goodwill of the business appertaining thereto and which is symbolized by the Assigned Marks and the worldwide right to sue for present, past or future infringements or other violations of the Assigned Marks.

The Assignor shall execute and provide promptly any and all documents reasonably requested by Assignee to effectuate the purposes of this transaction and to consolidate, vest and record in Assignee full ownership of the Assigned Marks listed on Exhibit A including, but not limited to, assignments and related powers of attorney.

[Remainder of page intentionally left blank, signature page follows.]

The parties hereto have executed this Assignment of Trademarks as of the date first set forth above.

ASSIGNOR:

ASSIGNEE:

UBS AG, CHICAGO BRANCH

DIVINE INTERCHANGE, INC.

Robert O. Smith

Tim Krauskopf

Name: *Robert O. Smith*
Title: *Managing Director*
(of authorized signatory)

Name: *TIM KRAUSKOPF*
Title: *President + CEO*
(of authorized signatory)

Michael Willis

SUBSCRIBED and SWORN to before me this 14th day of March, 2000.

Name: *Michael Willis*
Title: *Managing Director*
(of authorized signatory)

Pauline W. Gruber
NOTARY

SUBSCRIBED and SWORN to before me this 3 day of March, 2000.

Kathleen E. Buckley
NOTARY

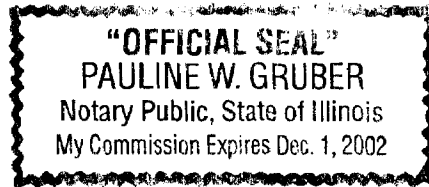


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