

05-19-2000

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To the Honorable Commission

Record the attached original documents or copy thereof.

1. Name of conveying party(ies):

101362468

Name and address of receiving party(ies):

Concepts Direct, Inc.

OPR/FINANCE

Name: iConcepts, Inc.

Internal Address:

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other

Street Address: 2950 Colorful Avenue

City: Longmont State: CO ZIP: 80504

Additional names(s) of conveying party(ies) Yes No

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

3. Nature of conveyance:

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

Execution Date: February 24, 2000

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

75/769,822 75/769,826
75/769,823 75/769,828
75/769,825 75/772,271

Additional numbers attached? Yes No

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

6. Total number of applications and registrations involved: 6

Name: Janet P. Peyton, Esq.
Internal Address: McGuire, Woods, Battle & Boothe LLP

7. Total fee (37 CFR 3.41): \$ 165.00

- Enclosed
- Authorized to be charged to deposit account

Street Address: One James Center, 901 East Cary Street

8. Deposit account number:

City: Richmond State: VA ZIP: 23219-4030

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DO NOT USE THIS SPACE

01 FC:481
02 FC:482

40.00 OP
125.00 OP

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.

Janet P. Peyton

Name of Person Signing

Signature

April 25, 2000

Date

Total number of pages including cover sheet, attachments, and

4

UNITED STATES SERVICE MARK ASSIGNMENT

WHEREAS, Concepts Direct, Inc., a corporation duly organized and existing under the laws of the State of Delaware and having offices at 2950 Colorful Avenue, Longmont, Colorado 80504, United States of America, hereinafter referred to as "ASSIGNOR," has adopted and used and is the owner of the service marks set forth on Schedule A hereto in connection with the services described therein (the "Marks"), together with the goodwill of the business in connection with which the Marks have been used (the "Goodwill"), and the applications for United States Trademark Registration set forth on Schedule A (the "Applications"); and

WHEREAS, iConcepts, Inc., a corporation duly organized and existing under the laws of the Commonwealth of Virginia and having its principal office at 2950 Colorful Avenue, Longmont, Colorado 80504, United States of America, hereinafter referred to as "ASSIGNEE," is desirous of acquiring the Marks, together with the Goodwill and the Applications;

NOW, THEREFORE, for One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR has agreed to sell and has sold, assigned, transferred and set over, and by these presents does sell, assign, transfer and set over unto ASSIGNEE and its successors and assigns ASSIGNOR's entire right, title and interest in and to the Marks, the Goodwill and the Applications, to be held and enjoyed by ASSIGNEE for its own use and benefit and for the use and benefit of its subsidiaries, successors, assigns and legal representatives, for the full extent of the life of the Marks and the term of any registrations issued based upon the Applications, to be used as fully and entirely as such rights would have been held and enjoyed by ASSIGNOR had this Assignment and sale not been made.

ASSIGNOR covenants that ASSIGNOR is the owner of the Marks and the holder of

record title to the Applications, that ASSIGNOR has full power to make this Assignment and that ASSIGNOR agrees to execute such further assignments and related documents with respect to the Marks, the Goodwill and the Applications as ASSIGNEE shall reasonably request.

IN WITNESS WHEREOF, ASSIGNOR has caused this Assignment to be executed by its proper officers thereunto duly authorized, the 24 day of February, 2000.

CONCEPTS DIRECT, INC.

By:

J. Michael Wolfe

Title:

Chief Executive Officer

Attest:

Name:

Title:

[Signature]
Secretary-Treasurer

State of Colorado,

City/County of Longmont/Weld:

On this 24th day of February, 2000, before me personally appeared J. Michael Wolfe to me known to be the Chief Executive Officer of Concepts Direct, Inc., a Delaware corporation, on whose behalf he executed the foregoing instrument, and acknowledged that he executed the same as his free act and deed.

My commission expires: September 19, 2004

[Signature]
Notary Public

Schedule A

I. Common Law Marks

Mark	Date of First Use	Services
ICONCEPTS		
IGIFT.COM	December 9, 1999	Online retail store services featuring apparel, gifts, home décor and collectible merchandise.
NEWBARGAINS.COM	February 1, 2000	Online retail store services featuring apparel, gifts, home décor and collectible merchandise.

II. U.S. Service Mark Applications

Mark	Serial No.	Filing Date	Services
INETFRIENDS	75/769822	Aug. 6, 1999	(Int'l. Cl. 42) Computer services, namely, communication and dissemination of information on the global computer network.
YOURCOUNTRYSTORE	75/769823	Aug. 6, 1999	(Int'l. Cl. 35) Online retail store services featuring apparel, gifts, home décor and collectible merchandise.
NEWBARGAINS	75/769825	Aug. 6, 1999	(Int'l. Cl. 35) Online retail store services featuring apparel, gifts, home décor and collectible merchandise.
IGIFT	75/769826	Aug. 6, 1999	(Int'l. Cl. 35) Online retail store services featuring apparel, gifts, home décor and collectible merchandise.
COLLECTIBLECITY	75/769828	Aug. 6, 1999	(Int'l. Cl. 35) Online retail store services featuring collectible merchandise and related accessories.
THEBEARHOUSE	75/772271	Aug. 10, 1999	(Int'l. Cl. 35) Online retail store services featuring collectible merchandise and related accessories.