

06-12-2000

04-18-2000

U.S. Patent & TMOrc/TM Mail Rcpt Dt. #61

4-18-00



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CORDATION 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
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger
 - Change of Name
 - Other _____
- Effective Date
Month Day Year
11 1 1999

Conveying Party

Mark if additional names of conveying parties attached

Name Med Cap Resources, Inc. Execution Date
Month Day Year
1 12 2000

Formerly _____

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

Receiving Party

Mark if additional names of receiving parties attached

Name DR2DR.com, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 8400 Beaufont Springs Drive

Address (line 2) Boulders II, Suite 103

Address (line 3) Richmond Virginia 23225
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 Virginia

06/09/2000 BNGUYEN 00000183 75770932

FOR OFFICE USE ONLY

01 FC:481
02 FC:482
03 FC:998

40.00 OP
25.00 OP
15.00 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
TRADEMARK

REEL: 002085 FRAME: 0624

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)

| | | | | | |
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| <input type="text" value="75 770932"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> |
| <input type="text" value="75 711580"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> |
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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.

Custis L. Coleman, Jr.

Name of Person Signing

Signature

4/12/00

Date Signed

ASSIGNMENT AGREEMENT

THIS ASSIGNMENT AGREEMENT is effective as of the 1st day of November, 1999, between Med Cap Resources, Inc., a Virginia corporation, with offices at 8400 Beaufont Springs Drive Boulders II, Suite 103 Richmond, Virginia 23225 ("Med Cap"), and DR2DR.com, Inc., a Virginia corporation, with its offices at 8400 Beaufont Springs Drive Boulders II, Suite 103 Richmond, Virginia 23225 ("DR2DR.com").

BACKGROUND

The background of this Assignment Agreement is as follows:

1. Med Cap has adopted and used, is using and is owner of certain trademarks as are more particularly listed on Schedule A attached hereto (collectively, the "Trademarks").
2. Pursuant to that certain Agreement and Plan of Reorganization and Corporation Separation (the "Separation Agreement"), Med Cap desires to assign, transfer and convey all right, title and interest in the Trademarks to DR2DR.com.
3. DR2Dr.com desires to obtain from Med Cap an assignment of all right, title and interest in the Trademarks and to assume all liabilities and obligations in connection therewith, except as otherwise agreed in writing.

AGREEMENT

NOW, THEREFORE, in consideration of the Separation Agreement, the parties hereby agree as follows:

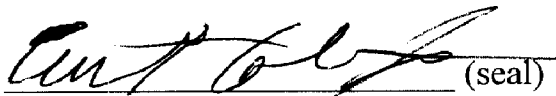
(A) Med Cap hereby assigns, transfers and conveys to DR2DR.com, its successors and assigns, all worldwide right, title and interest in and to the Trademarks, including without limitation all goodwill of the business symbolized by the Trademarks and all applicable registrations and applications for registration thereof to be used as fully and entirely as such rights would have been held and enjoyed by Med Cap had this Assignment Agreement not been made.

(B) Med Cap agrees to take whatever further action is deemed necessary or appropriate by DR2DR.com to properly and completely effect the transfer to DR2DR.com of the Trademarks and to establish full ownership and custody of such Trademarks by DR2DR.com.

(C) This Assignment Agreement shall be governed by laws of the Commonwealth of Virginia without regard to the conflicts of law's rules contained therein.

IN WITNESS WHEREOF the parties hereto, through their respective authorized officers have executed this Assignment Agreement.

Med Cap Resources, Inc.

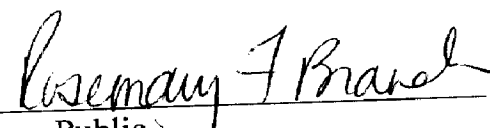
By:  (seal)
Custis L. Coleman, Jr.
Title: President

COMMONWEALTH OF VIRGINIA,

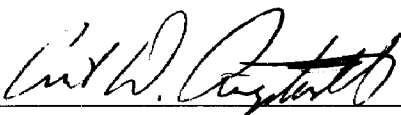
CITY/COUNTY OF Chesterfield, to-wit:

This instrument was acknowledged before me on the 12th day of January, 2000, by Custis L. Coleman, Jr., as President of Med Cap Resources, Inc., a Virginia corporation, for and on behalf of said corporation.

My commission expires: ~~My Commission Expires~~ March 31, 2001


Notary Public

[Seal]

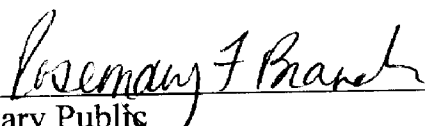
By: 
Curt D. Angstadt
Title: Vice President

COMMONWEALTH OF VIRGINIA,

CITY/COUNTY OF Charlottesville, to-wit:

This instrument was acknowledged before me on the 12th day of January, 2000, by Curt D. Angstadt, as Vice President of DR2DR.com, Inc., a Virginia corporation, for and on behalf of said corporation.

My commission expires: ~~My Commission Expires March 31, 2001~~


Notary Public

[Seal]

SCHEDULE A

| MARK: | GOODS AND SERVICES: |
|---|--|
| DR2DR | <p>Computer software in the field of medical practice management, including but not limited to marketing, financial reporting, performance evaluation, third party payor management, disease management, system and communications software</p> <p>Business information, namely, compiling, distributing and reporting of information in the field of healthcare management via global computer information network;</p> <p>Online medical and physician referral service</p> <p>Financial information, namely, compiling , distributing and reporting data and producing financial reports in the field of medical practice management via global computer information network</p> <p>Electronic mail services for physicians; providing an online monitored chat room for physician organization interaction</p> <p>Providing medical information via global computer information network</p> <p>Hosting a website for physicians via a global computer network; Rental of computer software in the field of medical practice management.</p> <p>This assignment includes, but is not limited to United States trademark application Serial Number 57/711580 and any registration that may result therefrom.</p> |
| <p>PRESCRIBING INTERNET SOLUTIONS TO HEALTHCARE</p> | <p>Same as above.</p> <p>This assignment includes, but is not limited to United States trademark application Serial Number 75/770932 and any registration that may result therefrom.</p> |

All common law rights in the Marks set forth in this Schedule