

06-26-2000



TRADEMARK
Docket No. 1963-4993

Handwritten initials and date: 6-1-00

IN THE UNITED

101390038

ARK OFFICE

TRADEMARK RECORDATION COVER SHEET

HON. COMMISSIONER OF PATENTS AND TRADEMARKS
BOX ASSIGNMENTS
Washington, D.C. 20231

JUN 1

Sir:

Please record the attached original documents or copies thereof.

1. Submission Type:

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

2. Name Of Conveying Party(ies):

Name: Mindspan, Inc.

Formerly _____

Execution Date (Month/Day/Year) May 25, 2000

- Individual(s)
- General Partnership
- Corporation
- Association
- Limited Partnership
- Other _____

Citizenship/State of Incorporation Connecticut

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

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

Name: International Business Machines Corporation

DBA/AKA/TA: _____

Address: North Castle Drive

City Armonk State NY ZIP _____

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-
- Other _____

Citizenship/State of Incorporation New York

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 01 FC:480 50.00 CH

TRADEMARK
REEL: 002092 FRAME: 0487

If assignee is not domiciled in the U.S., a domestic representative designation is attached: Yes No
(Designation must be a separate document from Assignment).

Additional name(s) & address(es) attached? Yes No

4. Conveyance Type:

- | | |
|--|---|
| <input checked="" type="checkbox"/> Assignment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Security Agreement | <input type="checkbox"/> Change of Name |
| <input type="checkbox"/> License | <input type="checkbox"/> Nunc Pro Tunc Assignment |
| <input type="checkbox"/> Other | |

Effective Date: _____ (if nunc pro tunc assignment)

5. Application Number(s) and marks or Registration Number(s) and marks:

Trademark Application No.(s) 75/855,901 (Mark: MINDSPAN); 75/855,626 (Mark: MINDSPAN);
75/854,670 (Mark: MINDSPAN) _____

Trademark registration No.(s) _____ (Mark: _____); _____

Additional numbers attached? Yes No

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

Name: Cindy M. Zelson, Esq. c/o Morgan & Finnegan L.L.P.

Internal Address: _____

Street Address: 345 Park Avenue

City New York State New York ZIP 10154

Area Code and Telephone Number (212) 415-8747

7. Total number of applications and registrations involved: 3

8. Total fee (37 CFR 3.41):.....\$ 90.00

- Enclosed
 Authorized to be charged to deposit account

9. Deposit Account Number: 13-4500. Authorization to charge additional fees to deposit account: Yes No

10. Statement and Signature

Charges to deposit account are authorized, as indicated herein

Cindy M. Zelson Cindy M. Zelson 5/31/00
Name of Person Signing Signature Date

Total amount of pages in cover sheet: 3

FORM: REC-TM.NY
Rev. 10/04/94

ASSIGNMENT

WHEREAS, Mindspan, Inc., a Connecticut corporation, with offices at 84 Lynam Road, Stamford, Connecticut ("Mindspan") owns, has adopted and is using the mark MINDSPAN, and is the owner of United States Trademark Application Serial Nos. 75/855,901, 75/855,626 and 75/854,670, each for the mark MINDSPAN, and in each of which an Amendment to Allege Use was filed on April 18, 2000 ("the Mindspan Applications"), and the goodwill underlying said mark and applications.

WHEREAS, International Business Machines Corporation, a New York Corporation, with offices at North Castle Drive, Armonk, New York ("Assignee") is desirous of acquiring said MINDSPAN mark, Mindspan Applications and all related rights and underlying goodwill;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Mindspan does hereby assign to the said Assignee all right, title, and interest in and to the mark MINDSPAN, U.S. Trademark Application Serial Nos. 75/855,901, 75/855,626 and 75/854,670 therefor, and the goodwill of the business symbolized thereby.

ASSIGNOR

By: [Signature]
Name: ROBERT J. MATURA
Title: CHAIRMAN / CEO

STATE OF CONNECTICUT)
) ss.: STAMFORD
COUNTY OF Fairfield)

On this 25th day of MAY 2000, before me appeared Robert J. Matura, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of the identified corporation with authority to do so.

[Signature]
(Signature of Notary Public)

SHARON D. BAILEY
NOTARY PUBLIC
FAIRFIELD COUNTY, CT
MY COMMISSION
EXPIRES SEPT 30, 2000