

07-31-2000

7-3-00

Attorney Docket No. 16477-000200US

FORM PTO-1594
1-31-92



COVER SHEET
ONLY

U.S. DEPARTMENT OF COMMERCE
Patents and Trademark Office

101418743

Attached original documents or copy thereof.

To the Honorable Commissioner

1. Name of conveying party(ies):

@Once, LLC

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

Additional name(s) of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Name: @Once.Com
 Street Address: 319 Southwest Washington Suite 1101
 City: Portland State: Oregon ZIP: 97204

- Individual(s) citizenship
 - Association
 - General Partnership
 - Limited Partnership
 - Corporation-State: California
 - Other
- If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designation must be a separate document from Assignment)

Additional names and addresses attached? Yes No

3. Nature of conveyance:

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

Execution Date: July 23, 1999

4. Application Number(s) or Registration Number(s).

A. Trademark Application No(s): 75/628,089

B. Trademark Registration No(s): 2,268,898

Additional numbers attached? Yes No

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

Name: John C. Baum
 Townsend and Townsend and Crew LLP
 Two Embarcadero Center, 8th Floor
 San Francisco, California 94111-3834
 (415) 576-0200

6. Total number of applications and registrations involved: One

7. Total fee (37 CFR 3.41): \$80.00

- Enclosed
- Charge Fees to Deposit Account
- Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment, to deposit account.

8. Deposit account number: 20-1430

(Attach duplicate copy of this page if paying by deposit account)

07/28/2000 ASCUTT 00000114 201430 75628089
 01 FC:481 40.00 CH
 82 FC:481 40.00 CH

DO NOT USE THIS SPACE

To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document.

John C. Baum
Name of Person Signing

Signature

Date

6/28/00

Total number of pages including cover sheet, attachments and document: 3

10. Change Correspondence Address to that of Part 5? Yes No

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover to:

Asst. Commissioner for Trademarks
 Box: Assignments
 Washington, D.C. 20231

ASSIGNMENT

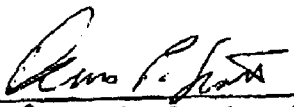
WHEREAS, @Once, LLC ("Assignor"), has acquired exclusive rights in a number of marks, together with applications and registrations in connection therewith, including without limitation those identified in Exhibit A hereto (the "Marks");

WHEREAS, @Once, LLC has reorganized as @Once.Com, a California corporation ("Assignee"), and has transferred the entirety of its business, including all of the goodwill associated with the Marks, to Assignee;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign *nunc pro tunc* unto Assignee all rights, title, and interest in and to said Marks, worldwide, together with the goodwill of the business symbolized by the Marks, together with any and all applications and registrations in connection therewith, and all causes of action for past infringement.

@Once, LLC

Dated: July 23, 1999

By: 
Name: Dennis P. Scott
Title: Secretary / General Counsel

SF 1054370 v1

ASSIGNMENT

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TRADEMARK
REEL: 002112 FRAME: 0247

EXHIBIT A

MARK

APPLICATION/REGISTRATION

@ONCE

Reg. No. 2,268,898

SURVEY@ONCE

Application Ser. No. 75/628089

ASSIGNMENT

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RECORDED: 07/03/2000

TRADEMARK
REEL: 002112 FRAME: 0248