

09-14-2000

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VER SHEET ONLY

U.S. Department of Commerce Patent and Trademark Office

To the Honorable Commissioner of F

1 original documents or copy thereof.

1. Name of conveying party(ies):

GreenPoint Financial Corp.

- Individual
- General Partnership
- Corporation-State: New York
- Other

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

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

Smart Online, Inc.
523 Davis Drive, Suite 200
Durham, North Carolina 27709

- 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

3. Nature of conveyance:

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

Execution Date: August 7, 2000

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

A. Trademark Application No(s):
75/803,442

B. Trademark Registration No(s):

Additional numbers attached? Yes No

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

A. José Cortina, Esq.
Kilpatrick Stockton LLP
3737 Glenwood Avenue, Suite 400
Raleigh, North Carolina 27612

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 16-1435

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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.

A. José Cortina
Name of Person Signing

Signature

August 21, 2000
Date

Total number of pages comprising cover sheet: 1

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TRADEMARK
REEL: 002136 FRAME: 0425

TRADEMARK ASSIGNMENT

WHEREAS, GreenPoint Financial Corp., a New York corporation, having its principal offices at 90 Park Avenue, New York, New York 10016-1303, ("ASSIGNOR") has a bona fide intention to use the following mark in commerce on or in connection with the goods and/or services described in the Application:

Trademark
E4CLOSE

U.S. Serial No.
75/803,442

WHEREAS, Smart Online, Inc., a Delaware corporation, having its principal offices at 523 Davis Drive, Suite 200, Durham, North Carolina 27709 ("ASSIGNEE") as successor in interest to GreenPoint Financial Corp., is desirous of acquiring said marks of ASSIGNOR;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR hereby assigns to ASSIGNEE all right, title and interest in and to said marks throughout the world, including without limitation the above-identified U.S. Trademark applications, and any and all other corresponding applications or registration(s), together with the good will of the business symbolized by the marks.

Signed at New York City, as of this 7 day of August, 2000.

ASSIGNOR:

GREENPOINT FINANCIAL CORP.

By: [Signature]
Kevin Stein
Title: Senior Vice President

LEE ANN CHEBBA
Notary Public, State of New York
No. 24-01CH4892995
Qualified in Kings County
Commission Expires April 13, 2001

Lee Ann Chebba
Notary Public
Dated: Aug. 7, 2000

* FOR E4CLOSE TRADEMARK ONLY

STATE OF NEW YORK

New York County

This 7th day of AUGUST, 2000, personally came before me, LEE ANN CHEBBA, Notary Public for said County and State, **Kevin Stein**, who, being by me duly sworn, says that he is Senior Vice President of GreenPoint Financial Corp., a corporation, and that the seal affixed to the foregoing instrument in writing is the corporate seal of said company, and that said writing was signed and sealed by him on behalf of said corporation by its authority duly given. And the said Kevin Stein acknowledged the said writing to be the act and deed of said corporation.

Witness my hand and official seal, this the 7th day of AUGUST, 2000.

Lee Ann Chebba
Notary Public

My commission expires:

LEE ANN CHEBBA
Notary Public, State of New York
No. 24-01CH4892995
Qualified in Kings County
Commission Expires April 13, 2001

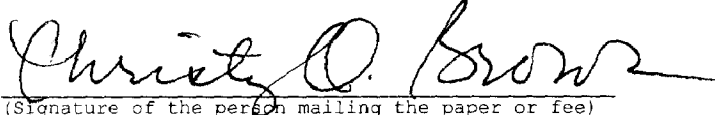
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CERTIFICATE OF MAILING BY FIRST CLASS MAIL

I hereby certify that this correspondence is addressed to the United States Patent and Trademark Office, Commissioner of Patents & Trademarks, Box Assignments, Washington, D.C. 20231, and is being deposited with the United States Postal Service as First Class mail with sufficient postage on **August 21, 2000**.

Christy O. Brown

(Printed or typed name of the person mailing the paper or fee)



(Signature of the person mailing the paper or fee)

August 21, 2000

(Date of Signature)

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