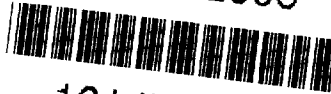


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U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office



101471768

Tab # 000 6.19.00

To the Honorable Commissioner of Patents and Trademarks

Original documents or copy thereof.

1. Name of conveying party(ies):  
Media Bay, Inc.  
 SEP 17 AM 3:30  
 CONFERENCE

Individual(s)  
 General Partnership  
 Corporation-State FL  
 Other

Association  
 Limited Partnership

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

2. Name and address of receiving party(ies):  
 Name: ABC Investment Corp.  
 Internal Address: \_\_\_\_\_  
 Street Address: 3411 Silverside Road  
 City Wilmington State DEL ZIP 19801

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  
 (Designation must be a separate document from Assignment)  
 Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:  
 Assignment  
 Security Agreement  
 Other \_\_\_\_\_

Merger  
 Change of Name

Execution Date: June 5, 2000

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

A. Trademark Application No.(s)  
75/746839  
75/746838

B. Trademark registration No.(s)

Additional numbers attached?  Yes  No

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

Name: Jeffrey M. Samuels, Esq.  
 Internal Address: \_\_\_\_\_  
 Street Address: 228 Pineland Dr  
 City: Copley State: OH ZIP 44321

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41):.....\$ 65.00

Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_  
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.*

Jeffrey M. Samuels      Jeffrey M. Samuels      6/15/00  
 Name of Person Signing      Signature      Date

Total number of pages comprising cover sheet: 1

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

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01 FC:401  
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**ASSIGNMENT**

WHEREAS MediaBay, Inc., whose address is 2295 Corporate Boulevard, N.W., Boca Raton, Florida 33431 (hereinafter "Assignor"), is the owner of United States Trademark Application No. 75/746839 for the mark **RADIOSPIRITS.COM** and of United States Trademark Application No. 75/746838 for the mark **RADIOSPIRITS.COM** and **DESIGN**, and of the marks shown in said applications, and of the goodwill of the business symbolized by said mark;

AND WHEREAS ABC Investment Corporation, a Delaware corporation whose address is 103 Springer Building, 3411 Silverside Road, Wilmington, Delaware 19801, (hereinafter "Assignee"), is desirous of acquiring the entire right, title and interest in and to the said applications and the marks shown in said applications and the goodwill of the business symbolized by said marks;

NOW THEREFORE, for one dollar and other good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign, sell and transfer unto the said Assignee the entire right, title and interest in and to the said applications, and the marks shown in the said applications, together with the goodwill of the business symbolized by said marks, and the right of the Assignee to conduct business under said marks and to sue for past infringement.

Done, this 5 day of June, 2000.

MEDIABAY, INC

By: [Signature]

Title: CEO