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PATENTS  
TRADEMARKS  
& RELATED MATTERS

SEYMOUR ROTHSTEIN  
DAVID L. APPLIGATE  
OF COUNSEL

MRD  
8/21  
August 17, 2000

09-28-2000



101473931

Hon. Commissioner of Patents  
and Trademarks  
Box Assignments  
Washington, D.C. 20231

Re: Recordation of Trademark Assignment

Dear Sir:

Please record the attached original Assignment document.

1. The name of the conveying party is: Flying Penguin Productions Limited.
2. The name and address of the receiving party is: Penguin Books Limited, Bath Road, Harmondsworth, Middlesex, UB7 ODA ENGLAND.
3. The conveyance is an Assignment executed by Ronald J. Fitzherbert on June 9, 2000.
4. The Trademark Application against which the document is to be recorded is Serial No. 75/770,029 for PENGUIN.NET.
5. All correspondence concerning this document should be mailed to: Olson & Hierl, Ltd., 20 North Wacker Drive, 36th Floor, Chicago, IL 60606. Please return the original document to the attention of Deborah A. Melchi.
6. One Trademark Application is involved at a recordal fee of \$40.00. [§37 C.F.R. 1.21 (h)].
7. The total fee (37 C.F.R. 3.41) of \$40.00 (Check No. 16471) is enclosed.
8. Please credit any overpayment or charge any underpayment to Deposit Account No. 15-0508.

09/27/2000 DNGUYEN 00000350 75770029

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40.00 DP

TRADEMARK  
REEL: 002149 FRAME: 0098

9. To the best of my knowledge and belief, the foregoing information is true and correct and the attached is the original document.

Respectfully submitted,

OLSON & HIERL, LTD.

By Deborah A. Melchi  
Deborah A. Melchi  
Paralegal

Enclosures

CERTIFICATE OF MAILING

I hereby certify that this paper, fee and the attachments are being deposited with the United States Postal Service with sufficient postage as First Class Mail in an envelope addressed to: Box Assignments, Hon. Commissioner of Patents and Trademarks, Washington, D.C. 20231 on this 17th day of August, 2000.

Deborah A. Melchi  
Deborah A. Melchi

## ASSIGNMENT OF TRADEMARK

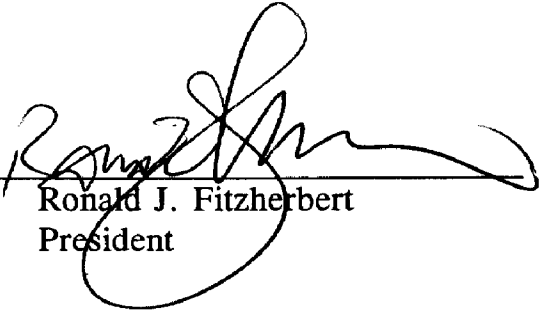
WHEREAS, Flying Penguin Productions Limited, a Virginia corporation, having an address of 7325 Potters Trail, Austin, Texas 78729 ("Assignor"), has adopted, used, is using and is the owner of trademark application Serial No. 75/770,029 for PENGUIN.NET in the United States Patent Office; and

WHEREAS, Penguin Books Limited, a company organized under the laws of England, having an address of Bath Road, Harmondsworth, Middlesex, UB7 ODA England ("Assignee"), is desirous of acquiring the rights of Assignor including trademark application Serial No. 75/770,029 for PENGUIN.NET, together with the goodwill of the business in connection with which the mark is used;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee all rights, titles and interests in and to all of its rights to PENGUIN.NET, FLYING PENGUIN PRODUCTIONS, PENGUIN and Penguin Design throughout the world and to the trademark application Serial No. 75/770,029 for the United States together with the goodwill of the business in connection with which the marks are used and which is symbolized by the marks, along with the right to recover for damages and profits for past infringement thereof.

FLYING PENGUIN PRODUCTIONS LIMITED

Date: 9 June, 2000

By:   
Ronald J. Fitzherbert  
President