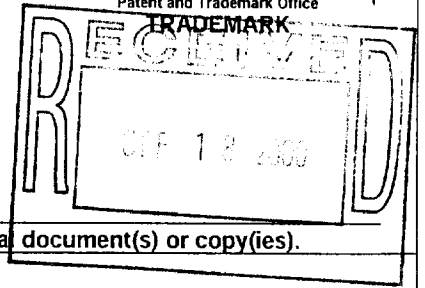


10-13-2000



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9.18.00

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

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

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year _____
- Merger
- Change of Name
- Other Trademark and Domain Name Sale

Conveying Party

Mark if additional names of conveying parties attached
Execution Date
Month Day Year _____

Name TEAMTOOLS, INC.

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization MASSACHUSETTS

Receiving Party

Mark if additional names of receiving parties attached

Name TEAMTOOLZ, INC.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 301 HOWARD STREET

Address (line 2) _____

Address (line 3) SAN FRANCISCO CALIFORNIA 94105
City State/Country Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

- Corporation Association

Other _____

Citizenship/State of Incorporation/Organization CALIFORNIA

FOR OFFICE USE ONLY

10/12/2000 MTHAI1 00000265 1894895

01 FC:481 40.00 DP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002155 FRAME: 0301

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties

Enter the total number of properties involved. #

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

DEFICIENCIES ONLY*

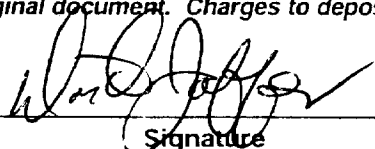
Deposit Account Number: #

Authorization to charge additional fees: Yes * No

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. Charges to deposit account are authorized, as indicated herein.

DAVID H. JAFFER
Name of Person Signing


Signature

9-11-00
Date Signed

TRADEMARK AND DOMAIN NAME SALE AGREEMENT

TeamTools, Inc. ("Assignor"), a Massachusetts corporation having an address at 13 Cazenove Street, Boston, Massachusetts 02116, warrants that it owns the entire right, title and interest in and to the trademark **TEAMTOOL** (the "Trademark"), and the domain name "**teamtools.com**" (the "Domain Name"), including all rights to:

U.S. Trademark Registration Number 1.894,855 for the mark **TEAMTOOL**,

and hereby assigns all of its right, title and interest in the Trademark and Domain Name, together with the goodwill of the business symbolized by the trademark, and all related U.S., state and foreign trademark, service mark, trade name, and domain name rights (including any rights to similar marks or names), to: ^{owned by assignor} CJ JH

TeamToolz, Inc. ("Assignee"), a California corporation having an address at 301 Howard Street, San Francisco, California, San Francisco, CA 94105

in exchange for \$2,000.00 in total, the receipt of which is hereby acknowledged.

Assignor agrees to direct Network Solutions to immediately transfer the "**teamtools.com**" domain name to Assignee, with contact information as designated by Assignee, and to cooperate with Assignee in all actions required to perfect, secure and protect the rights transferred to Assignee hereunder.

Jim@teamtools.com
and
jhaungs@teamtools.com CJ JH

Assignee agrees to forward email directed to James Haungs at the Domain Name to the following email address: jhaungs@acm.org for ²⁰ one year following execution of this Agreement. CJ JH

By James M. Haungs
TEAMTOOLS, INC.
James M. Haungs
President

By Scott Collison
TEAMTOOLZ, INC. C. Valderrama
Printed Name: Scott Collison Cristina Valderrama
Title: VP, Marketing Director of Fin
Date: 6/22/00

Date: _____
Sale Agreement and Assignment for TEAMTOOL.