

10-17-2000



101489005

TRADEMARK
28-T0031A and 02428-T0037A SPM

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10/2/00

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Assignor	CD Universe, Inc.
Assignee	eUniverse, Inc.
Registration No. 2,370,064	Registration Date July 25, 2000
Service Mark	CD UNIVERSE
Registration No. 2,367,673	Registration Date July 18, 2000
Service Mark	VIDEO UNIVERSE

Box Assignment
Assistant Commissioner for Patents
Washington, DC 20231

Trademark Assignment Recordation Form Cover Sheet

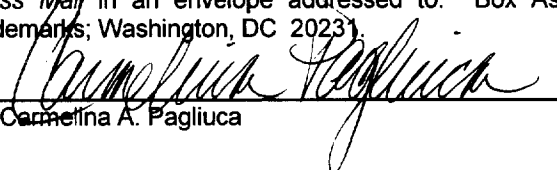
Dear Sir:

Please record the attached original document.

1. Name of conveying party. CD Universe, Inc..
2. Name and Address of Receiving Party. eUniverse, Inc.; 101 North Plains Industrial Road; Wallingford, 06492.
3. Nature of Conveyance: Assignment. Execution Date: September 21, 2000.

Mailing Certificate: I hereby certify that this correspondence is today being deposited with the U.S. Postal Service as *First Class Mail* in an envelope addressed to: Box Assignment; Commissioner for Patents and Trademarks; Washington, DC 20231.

September 26, 2000


Carmelina A. Pagliuca

10/16/2000 NTHAI1 00000310 2370064

01 FC:481
02 FC:482

40.00 OP
25.00 OP

4. Name and Address of Party to Whom Correspondence Concerning Document should be mailed.

Stephen P. McNamara, Registration No. 32,745
Attorney for Applicant
ST.ONGE STEWARD JOHNSTON & REENS LLC
986 Bedford Street
Stamford, CT 06905-5619
203 324-6155

5. Registration Number: Registration No. 2,370,064 registered on July 25, 2000; and Registration No. 2,370,064.

6. Total Number of Registration Involved: 2.

7. Total Fee (37 CFR 3.41). \$65.00 due.

8. Authorization to Charge Deposit Account. The Commissioner is hereby authorized to charge any additional fees due by this paper and during the entire pendency of this Application to Account No. 19-4516.

9. Statement and Signature. Total number of pages including cover sheet, attachments and document are 3. To the best of my knowledge and belief, the foregoing information is true and correct and any copy submitted herewith is a true copy of the original document.

Respectfully submitted,



Stephen P. McNamara
Attorney for Applicant
ST.ONGE STEWARD JOHNSTON & REENS LLC
986 Bedford Street
Stamford, CT 06905-5619
203 324-6155

Assignment

WHEREAS, CD Universe, Inc. , a Connecticut corporation, having offices located at 101 North Plains Industrial Road, Wallingford, Connecticut 06492; (hereinafter referred to as ASSIGNOR) had adopted and owns the Trademarks CD UNIVERSE and VIDEO UNIVERSE as set forth in Schedule A hereto.

WHEREAS, eUniverse, Inc., a Nevada corporation, having offices at 101 North Plains Industrial Road, Wallingford, Connecticut 06492 (hereinafter ASSIGNEE) is desirous of acquiring all rights, title and interest in and to said Trademarks as set forth hereinabove;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR does hereby assign, grant, transfer and otherwise convey to ASSIGNEE, its successors and assigns, its entire right, title and interest in and to the said Trademarks set forth in Schedule A to eUniverse, Inc., including but not limited to all of ASSIGNOR's common law rights and registrations pertaining thereto, as well as all of the good will of the business symbolized by said Trademarks, and the right to sue for past infringements thereof.

CD Universe, Inc.

By William R Wagner
Its Vice President & Chief Financial Officer

STATE OF CONNECTICUT : **ss. WALLINGFORD**
COUNTY OF NEW HAVEN :

On this 21 day of September, 2000, before me personally came William Wagner, V.P. & C.F.O. of CD Universe, Inc. , to me known and known to me to be the same person described in and who executed the foregoing instrument and duly acknowledged to me that this document was executed as a free act and deed.

Patricia C. Harding
Notary Public

My Commission Expires 7/31/03

Schedule A

<u>Mark</u>	<u>Registration Number</u>	<u>Registration Date</u>
CD UNIVERSE	2,370,064	25 July 2000
VIDEO UNIVERSE	2,367,673	18 July 2000