

11-16-2000

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U.S. Department of Commerce

Patent and Trademark Office



To the Honorable Commissioner of Patents and

documents or copy thereof.

1. Name of conveying party(ies):

101517778

Address of receiving party(ies):

assets2auction.com, inc.



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

09-01-2000

U.S. Patent & TMO/TM Mail Rpt Dt: #10

- Individual
- General Partnership
- Corporation-State: North Carolina
- Other

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- Other _____

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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- 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)

Execution Date: August 24, 2000

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No(s):
76/006,158; 76/006,156; 76/005,705; 76/005,704; 76/005,703; 76/005,702

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: 6

7. Total fee (37 CFR 3.41) \$ 165.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 16-1435

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.

A. José Cortina
Name of Person Signing

Signature

August 30, 2000
Date

Total number of pages comprising cover sheet: 1

Do not detach this portion

Mail documents to be recorded with required cover sheet information to

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

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TRADEMARK ASSIGNMENT

WHEREAS, assets2auction.com, inc., a North Carolina corporation, having its principal offices at 5925 Carnegie Boulevard, Suite 500, Charlotte, North Carolina 28209, ("ASSIGNOR") has adopted, used, is using and is the owner of the following trademarks:

<u>Trademark</u>	<u>U.S. Serial No.</u>
ASSETS2AUCTION	76/006,158
ASSETS2AUCTION and Design	76/006,156
THE FAST, PROFITABLE WAY TO LIQUIDATE ASSETS.	76/005,705
A COMPANY FOUNDED BY LENDERS FOR LENDERS.	76/005,704
CLICK TO BID. CLICK TO BUY.	76/005,703
BID YOUR HEADACHES GOODBYE	76/005,702

WHEREAS, Smart Online, Inc., a Delaware corporation, having its principal offices at 523 Davis Drive, Suite 200, Durham, North Carolina 27709 ("ASSIGNEE") 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 First Citizens Bank, as of this 24 day of August, 2000.
Charlotte, North Carolina

ASSIGNOR:

assets2auction.com, inc

By: Susan Myers
Susan Myers

Title: President

NORTH CAROLINA

Mecklenburg County

This 24 day of August, A.D. _____, personally came before me, Andrea McGowan, Notary Public for said County and State, Susan Myers, who, being by me duly sworn, says that she is President of assets2auction.com, inc., 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 her in behalf of said corporation by its authority duly given. And the said Susan Myers acknowledged the said writing to be the act and deed of said corporation.

Witness my hand and official seal. this the 24 day of August, A.D. 2000.

Andrea J. McGowan
Notary Public

Notary Public, Mecklenburg County, NC
My Commission Expires October 4, 2003

My commission expires: _____, A.D. _____.