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

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Tab settings

To the Honorable Commissioner of Patents and Trademarks. Please indicate whether you are submitting original documents or copy thereof.

1. Name of conveying party(ies):

HEFFERNAN INTERACTIVE, INC.

- Individual(s)
- General Partnership
- Corporation-State GA
- Other
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 9/19/00

2. Name and address of receiving party(ies)

Name: SFX Marketing, Inc.

Internal Address:

Street Address: 650 Madison Avenue

City: New York State: N.Y. ZIP: 10022

- 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

(Designations must be a separate document from assignment)

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,619,945

2,107,849

Additional numbers attached? Yes No

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

Name: Michael J. Berkowitz, Esq.

Internal Address: Caesar, Rivise, Bernstein,
Cohen & Pokotilow, Ltd.

12th Flr., 7 Penn Center

Street Address: 1635 Market Street

City: Phila. State: PA ZIP: 19103

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:

03-0075

(Attach duplicate copy of this page if paying by deposit account)

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01 FC:481 40.00 CH
02 FC:482 25.00 CH

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.

Michael J. Berkowitz

Name of Person Signing

Signature

11/7/00

Date

Total number of pages including cover sheet, attachments, and document: 4

ASSIGNMENT OF TRADEMARKS

This assignment is made effective as of the 15th day of September, 2000 by HEFFERNAN, INC., a Georgia corporation having a place of business at 3500 Parkway Lane, Suite 295, Norcross, Georgia 30092 (hereinafter referred to as "Assignor") to SFX Marketing, Inc., a Delaware corporation having a place of business at 650 Madison Avenue, New York, New York 10022 (hereinafter referred to as "Assignee").

WHEREAS, Assignor has adopted, used and is using and is the owner of the United States and foreign trademarks and Certificates of Registration (hereinafter "Trademarks") described in Exhibit "A", attached hereto, and the goodwill of the business associated with and symbolized by the Trademarks; and

WHEREAS, Assignor has agreed to convey the Trademarks and all associated goodwill in the Trademarks to Assignee for good and valuable consideration;

NOW, THEREFORE, for good and valuable consideration the receipt of which is hereby acknowledged, Assignor hereby sells, assigns, transfers and conveys to Assignee all right, title and interest in and to the Trademarks identified in Exhibit A, and, the goodwill of the business associated with and symbolized by the Trademarks, and in and to all income, royalties, damages, claims and payments now or hereafter due or payable with respect hereto, and in and to all causes of action in law or in equity for past, present or future infringement of the Trademarks, and to all rights corresponding to the foregoing throughout the world.

EXHIBIT A

United States Trademarks:

DRINK TANK Registration No. 1,619,945 Dated Oct. 30, 1990

THE COLD CASE Registration No. 2,107,849 Dated Oct. 21, 1997

Canadian Trademark:

DRINK TANK Registration No. 436073 Dated Nov. 25, 1994