



101591553

1-11-01

To the Assistant Commissioner for Trademark

mail documents or copy thereof.

1. Name of conveying party(ies):

Name and address of receiving party(ies):

VADEM

Name: **Sony Kabushiki Kaisha, also trading as Sony Corporation**

- Individual(s)
- General Partnership
- Other Corporation - California
- Association
- Limited liability company

Street Address: **6-7-35 Kitashinagawa, Shinagawa-ku**

City **Tokyo, Japan** State _____ Zip _____

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

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation - State: **Japan**
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No
(Designation must be a separate document from Assignment)

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

3. Nature of Conveyance:

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

Execution Date: **December 14, 2000**

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

A. Trademark Application No.(s) **75/545,862;
75/666,406; 75/679,198**

B. Registration No.(s)

Additional numbers attached? Yes No

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

Name: **Robert B.G. Horowitz**

Internal Address: **Cooper & Dunham LLP**

Street Address: **1185 Avenue of the Americas**

City: **New York** State: **New York** ZIP: **10036**

6. Total number of applications and registrations involved: **3**

7. Total fee (37 CFR 3.41): \$ **90**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

03-3125
(Attach duplicate copy of this page if paying by deposit account)

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.

Robert B.G. Horowitz
Name of Person Signing

Signature

12/27/00
Date

Total Number of pages including cover sheet: **8**

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

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

01/23/2001 6TON11 00000215 75545862

01 FC:481 40.00 OP
02 FC:482 50.00 OP

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

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the office of Management and Budget, Paperwork Reduction Project. (0651-0011). Washington, D.C. 20503

TRADEMARK ASSIGNMENT

TRADEMARK ASSIGNMENT dated December 14, 2000, between VADEM, a California corporation ("Vadem") located and doing business at 1960 Zanker Road, San Jose, California 95112, and SONY KABUSHIKI KAISHA, also trading as SONY CORPORATION, a Japan corporation located and doing business at 6-7-35 Kitashinagawa, Shinagawa-ku, Tokyo, Japan ("Sony").

WHEREAS, pursuant to the Trademark Assignment Agreement dated as of December 5, 2000 (the "Trademark Assignment Agreement"), Vadem has agreed to transfer, assign, set over, and otherwise convey to Sony all of Vadem's right, title, and interest in the Transferred Assets (as defined in the Trademark Assignment Agreement) including, without limitation, the trademark and service mark registrations and applications listed on Annex 1 annexed hereto (collectively, the "Marks"), and the goodwill associated with the Marks, and the License Agreements (as defined in the Trademark Assignment Agreement), to be held by Sony, and its successors and assigns, fully, entirely and absolutely,

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

Vadem hereby transfers, assigns, and otherwise conveys to Sony all of Vadem's right, title and interest in, to and under the following:

a. the Marks;


b. all proceeds of the foregoing, including, without limitation, any claim by Vadem against third parties for past, present or future infringement of the Marks;

c. the goodwill associated with the Marks; and

d. all license agreements relating to the Marks subject, however, to the terms of the Trademark Assignment Agreement.

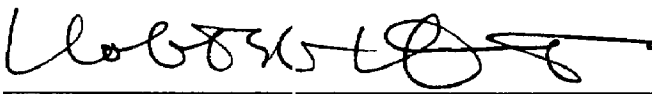
IN WITNESS WHEREOF, Vadem has duly executed this Trademark
Assignment this 14 day of December, 2000.

VADEM

By: 

John H. Zhao, President

SONY KABUSHIKI KAISHA also trading as
SONY CORPORATION

By: 

Name: ROBERT S.G. HOROWITZ
Title: AUTHORIZED AGENT

ANNEX 1

Pending applications

<u>Trademark</u>	<u>Filing Date</u>	<u>Serial Number</u>	<u>Country or Jurisdiction</u>	<u>Class</u>
CLIO	3/1/99	9900019796	China	9
CLIO	3/1/99	2190455	Great Britain	9
CLIO	3/1/99	9902443	Hong Kong	9
CLIO	3/1/99	11-017733	Japan	9
CLIO	3/1/99	88-008178	Taiwan	9
CLIO	9/1/98	75/545862	U.S.A.	9
CLIO	3/23/99	75/666406	U.S.A.	38, 41
CLIOPOWER	4/9/99	75/679198	U.S.A.	9

Registrations

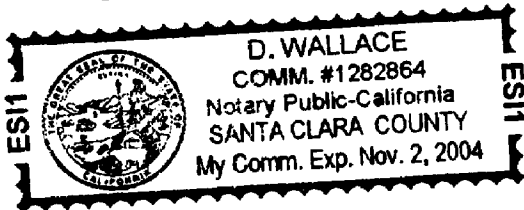
<u>Trademark</u>	<u>Issue Date</u>	<u>Expiration date</u>	<u>Registration Number</u>	<u>Country or Jurisdiction</u>	<u>Class</u>
CLIO	4/13/00	3/01/09	39911608.7	Germany	9

Domain names on the Internet

CLIO.COM

STATE OF CALIFORNIA)
 : ss.:
COUNTY OF SANTA CLARA)

On this 14 day of December, 2000, before me personally came John H. Zhao, to me personally known and known to me to be the person described in and who executed the foregoing instrument as President of Vadem who being by me duly sworn, did depose and say that he is the person described in and who executed the foregoing instrument; that the said instrument was signed on behalf of said corporation by order of its Board of Directors; that he signed his name thereto by like order; and that he acknowledged said instrument to be the free act and deed of said corporation.



[Signature]
Notary Public

STATE OF NEW YORK
NATION OF JAPAN)
COUNTY : ss.:
PREFECTURE OF KINGS)

On this 22 day of December, 2000, before me personally came ROBERT B G. HORDOWITZ, to me personally known and known to me to be the person described in and who executed the foregoing instrument as AUTHORIZED AGENT of Sony Kabushiki Kaisha also trading as Sony Corporation who being by me duly sworn, did depose and say that s/he resides at WYOMINGSET, N.Y.; that he is the person described in and who executed the foregoing instrument; that the said instrument was signed on behalf of said corporation by order of its Board of Directors; that he signed his name thereto by like order; and that he acknowledged said instrument to be the free act and deed of said corporation.

[Signature]
Notary Public

BARBARA FAFINACCI
Notary Public, State of New York
No. 4689383
Qualified in Kings County 2001
Commission Expires Sept. 30, 19

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

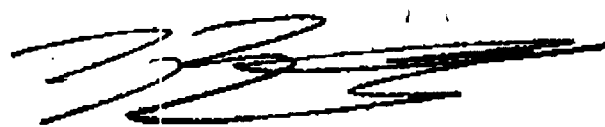
Applicant: Sony Kabushiki Kaisha also trading as Sony Corporation
Mark: CLIPOPOWER
Serial No. 75/679,198
Filing date: April 9, 1999
Law Office 103

DESIGNATION OF DOMESTIC REPRESENTATIVE

Robert B.G. Horowitz, Esq., whose postal address is c/o Cooper & Dunham LLP, 1185 Avenue of the Americas, New York, N.Y. 10036, is hereby designated applicant's representative upon whom notice or process in proceedings affecting the mark may be served.

Dated: December 28, 2000

Sony Kabushiki Kaisha

By: 
Yasuo Yoshioka, Assistant Secretary

File: 7219/62605

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicant:	Sony Kabushiki Kaisha also trading as Sony Corporation
Mark:	CLIO
Serial No.	75/666,406
Filing date:	March 23, 1999
Law Office	103

DESIGNATION OF DOMESTIC REPRESENTATIVE

Robert B.G. Horowitz, Esq., whose postal address is c/o Cooper & Dunham LLP, 1185 Avenue of the Americas, New York, N.Y. 10036, is hereby designated applicant's representative upon whom notice or process in proceedings affecting the mark may be served.

Dated: December 28, 2000

Sony Kabushiki Kaisha

By: 
 Yasuo Yoshioka, Assistant Secretary

File: 7219/62605

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

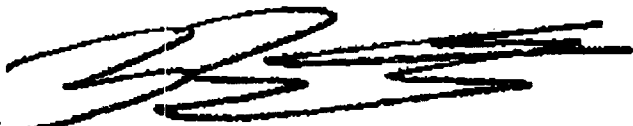
Applicant:	Sony Kabushiki Kaisha also trading as Sony Corporation
Mark:	CLIO
Serial No.	75/545,862
Filing date:	September 1, 1998
Law Office	103

DESIGNATION OF DOMESTIC REPRESENTATIVE

Robert B.G. Horowitz, Esq., whose postal address is c/o Cooper & Dunham LLP, 1185 Avenue of the Americas, New York, N.Y. 10036, is hereby designated applicant's representative upon whom notice or process in proceedings affecting the mark may be served.

Dated: December 28, 2000

Sony Kabushiki Kaisha



By: _____
Yasuo Yoshioka, Assistant Secretary

File: 7219/62605