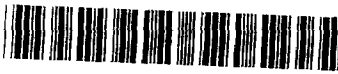


03-16-2001



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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 **3-1-01**

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

Merger

Change of Name

Other

Effective Date  
Month Day Year

Conveying Party  Mark if additional names of conveying parties attached

Name  Execution Date  
Month Day Year

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party  Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)     
City State/Country Zip Code

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

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.)

FOR OFFICE USE ONLY

140E

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

**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

Deposit Account  
(Enter for payment by deposit account or if additional fees can be charged to the account.)  
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.

Shared Ventures, Inc.  
Howard Weiner, President

*Howard Weiner* 2-21-01

Name of Person Signing

Signature

Date Signed

N

**REPORT OF DISPOSITION OF COLLATERAL**

The undersigned, President of Shared Ventures, Inc., the secured party conducting the below described public foreclosure sale, and in accordance with Minn. Stat. §336.9-508, does hereby certify that the following is a true and correct report of such sale:

226103 JJ

**Name and address of Debtor:** Wadia Digital Corporation  
624 Troy Street  
River Falls, WI 54022  
Fed ID # 41-1619259

00 SEP 22 PM 3:43

**Name and address of Secured Party:** Shared Ventures, Inc.  
6550 York Avenue South  
Suite 402  
Edina, MN 55435

SEC. OF STATE  
MINNESOTA

**Description of Collateral Sold:** All assets of Wadia Digital Corporation, tangible and intangible.

**Date of Notice of Sale:**

- Mailed to Debtor on August 17 and August 29, 2000;
- Published in the Minneapolis Star Tribune August 19 and 20, 2000, August 25 through 28, 2000, September 2 through 4, 2000 and September 9 through 12, 2000;
- Published in the St. Paul Pioneer Press August 18 through 20, 2000; August 25 through 28, 2000, September 2 through 4, 2000 and September 9 through 12, 2000;
- Published in the River Falls Journal on August 24, 2000;
- Published in the Orange County Reporter on August 18 and 23, 2000 and September 1 and 6, 2000; and
- Published in the Inter-City Express on August 18 and 23, 2000 and September 1 and 6, 2000.

**Type of Sale:** Public

**Date of Sale:** Tuesday, September 12, 2000

**Location of Sale:** Siegel, Brill Greupner, Duffy & Foster, P.A.  
1300 Washington Square  
100 Washington Avenue South  
Minneapolis, MN 55401

SEP-20-00 WED 16:50  
SEP 20 00 WED 16:54

SHARED VENTURES  
STEGEL, BRILL

FAX NO. 6129254054  
FAX NO. 612 339 6591

P. 05  
P. 04

2261000

Name of Purchaser: Shared Ventures, Inc.  
6550 York Avenue South  
Suite 402  
Edina, MN 55435

Items Purchased and Price Paid for Sale: All collateral offered for sale.

Gross Proceeds from Sale: \$800,000.00

Total Expenses of Sale: \$59,695.00

Itemized Expenses of Sale:

Publication of Notices:	\$ 3,300.00
Attorneys Fees:	\$11,500.00
Copies, Facsimile and Delivery Fees:	\$ 600.00
Other Professional Fees and Wages and costs of retaking and preserving collateral	<u>\$44,295.00</u>
TOTAL:	\$59,695.00

Amount applied to Indebtedness of Secured Party: \$ 740,305.00

Satisfaction of indebtedness secured by any subordinate security interests in the collateral:  
None

Surplus to Debtor: \$ -0-

SHARED VENTURES, INC.

By Howard Weiner  
Howard Weiner, President

Dated: September 21, 2000