

SCHEDULE A

Registered U.S. Trademarks and Trademark Applications

<u>Registered U.S. Trademarks</u>	<u>Registration Reg. No.</u>	<u>Date Granted</u>
DVDStation	75/648,039	December 12, 2000
DVDConductor	75/648,041	December 12, 2000
DVDVirtuoso	75/747,711	March 15, 2001
DVDMaestro	75/373,206	January 18, 2000

<u>Pending U.S. Trademark Applications</u>	<u>Application Serial No.</u>	<u>Filing Date</u>
SpruceUp	75/657,524	Statement of Use filed on March 20, 2001
DVDonCD	75/697,745	May 4, 1999

Other Trademarks
 DVDPerformer
 SpruceLink
 SpruceCore
 WEB DVD
 "We're Authoring The Digital Age"
 BROADBAND DVD
 STREAMING DVD
 DVD PreMaster Tool
 DVDTransfer
 Spruce Technologies, Inc.

sf-1115269

RELEASE AND REASSIGNMENT

This Release and Reassignment granted on this 13th day of June, 2001, by Japan Information Processing Service Co., Ltd., a Japanese corporation ("JIPS"), to Spruce Technologies, Inc., a California corporation ("Assignor"), as follows:

WITNESSETH

WHEREAS, the Assignor has heretofore granted to JIPS a security interest in certain U.S. trademarks and trademark registrations (the "Marks"), more particularly set forth on Schedule A attached hereto, together with the goodwill of the business symbolized by such Marks;

WHEREAS, the Assignor has heretofore granted to JIPS a security interest in certain pending U.S. patent applications (the "Patents"), more particularly set forth on Schedule B attached hereto;

WHEREAS, JIPS wishes to release, restore and reassign all right, title and interest in and to the Marks and Patents to the Assignor and to dissolve any and all liens and encumbrances respecting the Marks and Patents.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, JIPS hereby releases, discharges, quit claims, relinquishes, without warranty, and reassigns unto the Assignor any and all right, title and interest in and to the Marks and Patents, together with the goodwill of the business symbolized by the Marks, and the security interest as granted to JIPS by the Assignor.

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IN WITNESS WHEREOF, the undersigned, by and through its authorized officer, has caused this instrument to be executed on the date first written above.

Japan Information Processing Service Co., Ltd.

By:

Name: Haruhiko Tonaka
Title: Chairman

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