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OMB 0651-0027



U.S. Department of Commerce
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RECORDATION FROM COVER SHEET
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4-11-01

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID#
- Correction of PTO Error
Reel # Frame #
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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

75 461 967

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of conveying 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 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)
- Corporation Association
- Other

Citizenship/State of Incorporation/Organization

04/10/2001 ET0N11 00000043 75461907

FOR OFFICE USE ONLY

40.00 IP
25.00 IP

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Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK
REEL: 002273 FRAME: 0643

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** (703) 610-6100

Name Valerie Brennan, Esq.

Address (line 1) Hogan & Hartson L.L.P.

Address (line 2) 8300 Greensboro Drive

Address (line 3) Suite 1100

Address (line 4) McLean, Virginia 22102

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)		
<input type="text" value="75/461,907"/>	<input type="text" value="75/462,063"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

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 true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Valerie Brennan
Name of Person Signing

Valerie Brennan
Signature

4/10/01
Date Signed

IN THE UNITED STATES
PATENT AND TRADEMARK OFFICE

TRADEMARK ASSIGNMENT

WHEREAS, Impulse Buy Network, Inc., a corporation organized and existing under the laws of California, located and doing business at 433 Airport Boulevard, Suite 331, Burlingame, CA 94010 (hereinafter "Assignor") is the owner of the marks listed on the attached Schedule A, the corresponding federal applications, and the goodwill symbolized thereby (collectively, the "Marks"); and

WHEREAS, e-centives, Inc., a corporation organized and existing under the laws of Delaware, located and doing business at 6901 Rockledge Drive, Seventh Floor, Bethesda, MD 20817 (hereinafter "Assignee") is desirous of obtaining the entire right, title and interest in, to and under the Marks, together with all assets relating to the business in connection with which the Marks are used, which business is ongoing and existing; and

WHEREAS, the parties are desirous of effecting said sale, assignment and transfer of all right, title and interest in and to said Marks and the goodwill symbolized thereby;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns, transfers and sets over to Assignee, the entire right, title, interest in and to the Marks, and the goodwill of the business connected with the Marks, the same to be held and enjoyed by Assignee, its successors, assigns and other legal representatives.

Assignor further assigns to Assignee all right to sue for and receive all damages accruing from past infringements of the Marks.

This Assignment shall be binding upon the parties, their successors and/or assigns and all others acting by, through, with or under their direction, and all those in privity therewith.

IN WITNESS WHEREOF, Impulse Buy Network, Inc. has caused this instrument to be signed by a duly authorized corporate officer and its corporate seal to be affixed, as of this 19th day of March, 2001.

IMPULSE BUY NETWORK, INC.

By: _____

Name: JERRY KENNELLY

CHIEF FINANCIAL OFFICER

Title: _____

APPROVED



**INKTOMI
LEGAL**

[Signature]

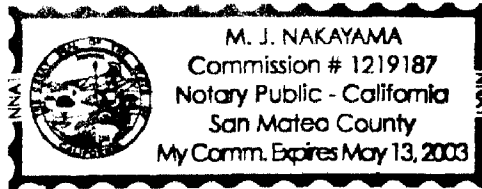
STATE OF California)
) SS
COUNTY OF San Mateo)

On this 19th day of March, 2001 before me personally appeared Jerry Kennelly to me personally known, who, being duly sworn, did say that ~~she~~ he is the CFO of Impulse Buy Network, Inc. and that ~~she~~ he duly executed the foregoing instrument for and on behalf of Impulse Buy Network, Inc. being duly authorized to do so and that said individual acknowledged said instrument to be the free act and deed of said corporation.

Notary Public

M. J. Nakayama

My commission expires: May 13, 2003



Schedule A

MARKS

<u>Mark</u>	<u>Corresponding Ser./Reg. No.</u>	<u>Filing/Reg. Date</u>
IMPULSE! BUY NETWORK	75/461,907	04/03/1998
ON IMPULSE!	75/462,063	04/03/1998