

06-04-2001

SHEET
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To the Honorable Commissic



101739869

he attached original documents or copy thereof.

1. Name of conveying party(ies):

TMP Interactive, Inc.

- Individual(s)
- General Partnership
- Corporation - Delaware
- 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: May 23, 2001

2. Name and address of receiving party(ies):

Name: **TMP, Inc.**

Address: **222 N. Sepulveda,
El Segundo, California 90245**

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation- California
- 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 registration number(s):

A. Trademark Applications

<u>Mark</u>	<u>Serial No.</u>
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SEE ATTACHED SCHEDULE A

B. Trademark Registrations

<u>Mark</u>	<u>Reg. No.</u>
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Additional numbers attached? Yes No

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

Name: Darby & Darby P.C.

Street Address: 805 Third Avenue, 27th Floor

City: New York State: New York Zip: 10022-7513

Label No. 706741398

that, on the date indicated above, this paper or as filed with the U.S. Postal Service & that it was received by the Assistant Commissioner for this jurisdiction on 05/23/01 by "Express Mail Post Office"

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: 04-0100

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

A. Diatello
Signature

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.

Andrew Baum
Name of Person Signing

Andrew Baum
Signature

May 24, 2001
Date

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

3

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 2307 FRAME: 0615

SCHEDULE A - (TMP INTERACTIVE, INC.)**INTENT-TO-USE TRADEMARK APPLICATIONS**

<u>TRADEMARK</u>	<u>SERIAL NO.</u>	<u>FILING DATE</u>
COOPCENTER	75/597,985	12-02-98
MONSTER TALENT MARKET	75/732,700	06-21-99

TRADEMARK ASSIGNMENT NUNC PRO TUNC

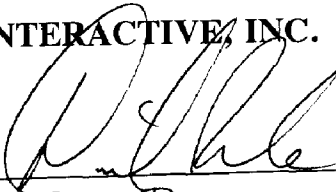
WHEREAS, **TMP Interactive, Inc.**, a corporation organized and existing under the laws of Delaware, having a business address of 1633 Broadway, New York, New York 10019, hereinbelow called "Assignor," has intended to use the marks shown on the attached Schedule A in commerce and has filed applications indicating that intention but has not yet filed allegations of use under §§1(c) or 1(d) of the Trademark Act, and;

WHEREAS, **TMP, Inc.**, a corporation organized and existing under the laws of the State of California, and having a place of business at 222 N. Sepulveda, El Segundo, California 90245, hereinbelow called "Assignee," the successor of the ongoing and existing business or portion thereof of Assignor to which the marks pertain, was desirous of acquiring said trademarks and the pending intent-to-use applications thereof;

THEREFORE, BE IT KNOWN that for and in consideration of the sum of One Dollar (\$1.00) to it in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor did effective January 1, 2001 sell, assign and transfer the entire right, title and interest in and to said trademarks and trademark applications therefor to said Assignee and does hereby assign said trademarks and trademark applications thereof nunc pro tunc as of January 1, 2001.

TMP INTERACTIVE, INC.

Dated: 5/23/01

By: 
 Name: DAVID PERLA
 Title: VP