

RE

06-04-2001



EET

To the Honorable Commissioner of Patents and Trademarks

101739870

attached original documents or copy thereof.

1. Name of conveying party(ies):

TMP Worldwide Inc.

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation - Delaware
- Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other

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

Mark

Serial No.

SEE ATTACHED SCHEDULE A

B. Trademark Registrations

Mark

Reg. No.

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

EXPRESS MAIL CERTIFICATE

Date 5/24/01

Label No. EL706741398us

I hereby certify that, on the date indicated above, this paper or fee was deposited with the U.S. Postal Service & that it was addressed for delivery to the Assistant Commissioner for Patents, Washington, DC 20231 by "Express Mail Post Office to Addressee" service.

A. DiCicco
Name (Print) Signature

6. Total number of applications and registrations involved:

21

7. Total fee (37 CFR 3.41):.....\$540.00

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)

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:

4

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

SCHEDULE A - (TMP WORLDWIDE INC.)INTENT-TO-USE TRADEMARK APPLICATIONS

| <u>TRADEMARK</u> | <u>SERIAL NO.</u> | <u>FILING DATE</u> |
|--|-------------------|--------------------|
| BE HAPPY | 76/184,493 | 12-21-00 |
| BOOMBAND | 75/464,163 | 04-06-98 |
| CAREER OPERATING SYSTEM | 76/251,472 | 05-04-01 |
| COS | 76/251,471 | 05-04-01 |
| E-RESOURCING | 75/762,914 | 07-28-99 |
| GET MONSTER | 76/251,469 | 05-04-01 |
| HAPPY? | 76/184,494 | 12-21-00 |
| HOT RESUMES | 75/707,547 | 05-13-99 |
| IPO INDEPENDENT PROFESSIONAL OFFERING | 75/749,187 | 07-13-99 |
| JOB GOOD. LIFE GOOD | 76/184,397 | 12-21-00 |
| JOBZILLA | 75/356,138 | 09-12-97 |
| LIFE IS SHORT. BE HAPPY | 76/184,491 | 12-21-00 |
| MONSTER CERTIFICATION | 75/922,186 | 02-17-00 |
| MONSTER LEARNING | 76/096,720 | 07-25-00 |
| MONSTER UNIVERSITY | 75/921,133 | 02-16-00 |
| MONSTER VALIDATION | 75/922,185 | 02-17-00 |

| | | |
|------------------------|-------------------|-----------------|
| MONSTERTRAK | 76/217,689 | 02-27-01 |
| NEVER SETTLE | 76/180,106 | 12-13-00 |
| TALENT MARKET | 75/749,186 | 07-13-99 |
| THINK BIG | 76/184,492 | 12-21-00 |
| YOU THE MONSTER | 76/180,108 | 12-13-00 |

TRADEMARK ASSIGNMENT NUNC PRO TUNC

WHEREAS, **TMP Worldwide Inc.**, a corporation organized and existing under the laws of Delaware, having a business address of 622 Third Avenue, 39th Floor, New York, New York 10017, 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;

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 WORLDWIDE INC.

By: 

Name: David Perla

Title: Vice-President

Dated: 5/23/01