

JUN 11 2001

06-19-2001

Atty Docket No. J2-4-0-E-US



101754047

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

6-11-01

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 #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

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 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

06/18/2001 DBYRNE 00000041 501524 2418812 FOR OFFICE USE ONLY

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

TRADEMARK

REEL: 002315 FRAME: 0852

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)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,418,812"/>	<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 a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Steven C. Sereboff

06-Jun-2001


Name of Person Signing

Signature

Date Signed

**Bill of Assignment
(For Recordation in the United States Patent and Trademark Office)**

United Venture Capital Fund, Inc., a Colorado corporation having a place of business at 5619 DTC Parkway, 11th Floor, Englewood, CO 80111-3017 ("U-Venture"), in consideration of an agreement entitled "Asset Sale Agreement" made on and effective as of June 5, 2001 did sell, assign, transfer, and convey, free and clear of all liens, claims, and encumbrances of any kind, to United Online, Inc., a Delaware corporation having a place of business at 1540 Broadway, New York, NY 10036 ("U-Online"), its successors and assigns, all right, title, and interest in and to

the trademarks UNITED ONLINE, in any typeface and font, and , both common law and statutory, including all of the good will of the business symbolized by such marks, and US Trademark Registration Nos. 2,418,812 and 2,415,388.

In witness hereof, U-Venture and U-Online have each caused this Bill of Assignment to be executed by its duly authorized officer on this 5th day of June, 2001.

~~United Venture Capital Fund, Inc.~~

United Online, Inc.


By: Theodore Hellen, Chairman


By: Steven Sereboff, Vice President