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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Compaq Information Technologies Group, L.P.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

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

2. Name and address of receiving party(ies)
P. Name: B2E Solutions, LLC

Internal Address: Suite 220

Street Address: 20333 State Highway 249

City: Houston State: TX Zip: 77070

Individual(s) citizenship JUN 1 2001
 Association
 General Partnership
 Limited Partnership
 Corporation-State

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: May 7, 2001

Other Delaware Limited Liability Corporation

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 Application No.(s)

75/896640
76/061207

Additional number(s) attached Yes No

B. Trademark Registration No.(s)

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

Name: Rebecca B. Gibbs, Esq.

Internal Address: _____

Street Address: Fish & Neave
1251 Avenue of the Americas

City: New York State: NY Zip: 10020

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:
06-1075

(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.

Rebecca B. Gibbs
Name of Person Signing

Rebecca Gibbs
Signature

6/12/01
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 Patent & Trademarks, Box Assignments
Washington, D.C. 20231

UNITED STATES TRADEMARK AND SERVICE MARK ASSIGNMENT

WHEREAS, Compaq Information Technologies Group, L.P. ("Assignor"), a Texas limited partnership, the General Partner of which is CPQ Holdings, Inc., a Delaware corporation, having a place of business at 20555 State Highway 249, Houston, Texas 77070, is the owner of all right, title and interest in and to the trademarks and service marks FREEUP, application Serial No. 75/896,640, and FREEUP & Design, application Serial No. 76/061,207, and the goodwill represented by said trademarks and service marks;

WHEREAS, Assignor is assigning the marks in the above-identified applications as part of the transfer of the entire business or portion thereof to which the mark pertains, as required by 15 U.S.C. §1060; and,

WHEREAS, B2E Solutions, LLC ("Assignee"), a Delaware corporation having a place of business at 20333 State Highway 249, Suite 220, Houston, Texas 77070, wishes to acquire the trademarks and service marks FREEUP and FREEUP & Design, the registrations thereof, and the goodwill represented thereby;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to the trademarks and service marks FREEUP, application Serial No. 75/896,640, and FREEUP & Design, application Serial No. 76/061,207 thereof and the goodwill represented by said trademarks and service marks, together with the right to sue for and to collect damages for past infringements of said trademarks and service marks.

COMPAQ INFORMATION
TECHNOLOGIES GROUP, L.P.

Dated: May 7, 2001

By: Linda S. Auwers
Name: Linda S. Auwers
Title: Vice President and Secretary
CPQ Holdings, Inc., General Partner

TRADEMARK
REEL: 002316 FRAME: 0002

