

FORM PTO-1618A
Expires 06/30/98
OMB 0671-0027



06-28-2001



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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

MKD
6-22-01

TRADEMARKS ONLY

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
 - Merger Change of Name
 - Other
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached
Execution Date
Month Day Year

Name

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/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual General Partnership Limited Partnership

- Corporation Association

Other

Citizenship/State of Incorporation/Organization

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.)

FOR OFFICE USE ONLY

06/27/2001 10:19:21 00000158 7543066
F04487 40.00 DP
02247 678.00 DP

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FORM PTO-1618B
Expires 06/30/98
OMB 0951-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

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" value="75683066"/>	<input type="text" value="75776417"/>	<input type="text" value="76102528"/>	<input type="text" value="2219173"/>	<input type="text" value="2209627"/>	<input type="text" value="2211836"/>
<input type="text" value="75581370"/>	<input type="text" value="76102515"/>	<input type="text" value="75908398"/>	<input type="text" value="2219172"/>	<input type="text" value="2209744"/>	<input type="text" value="2327885"/>
<input type="text" value="75863823"/>	<input type="text" value="76102531"/>	<input type="text" value="75908820"/>	<input type="text" value="2148278"/>	<input type="text" value="2215402"/>	<input type="text" value="2349629"/>

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.

Name of Person Signing Signature Date Signed

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

FORM PTO-1618C
Expires 09/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party Mark if additional names of conveying parties attached

Enter Additional Conveying Party

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

Enter Additional Receiving Party

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 the Assignment.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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)		
75922220	<input type="text"/>	<input type="text"/>	2337763	2311614	<input type="text"/>
76147558	<input type="text"/>	<input type="text"/>	2340345	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	2340342	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	2340344	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	2337762	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	2414799	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	2356863	<input type="text"/>	<input type="text"/>

**CONFIRMATION OF GRANT OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

WHEREAS, Coolsavings.com Inc. (hereinafter "Coolsavings"), a Michigan corporation whose principal place of business is at 360 North Michigan Avenue, 19th Floor, Chicago, Illinois 60601, has acquired or will acquire the entire right, title and interest in and to intellectual property including, without limitation, patents, patent applications, patents pending, and other intellectual property; developmental ideas and concepts; proprietary processes; blueprints, drawings, designs, diagrams, plans, reports, and charts; catalogs; manuals; technical data; computer software programs (including the source and object codes therefor), computer records, computer software, rights of access to computer record service bureaus, service bureau computer contracts, and computer data; tapes, disks, semi-conductor chips and printouts; trade secret rights, copyrights, mask work rights and interests, and derivative works and interests; user, technical reference , and other manuals and materials; trade names, trademarks, service marks, and all goodwill relating thereto; applications for registration of the foregoing; the intellectual property listed on Exhibit A attached hereto; and all other general intangible property of Coolsavings in the nature of intellectual property (collectively, the "Intellectual Property");

WHEREAS, American National Bank and Trust Company of Chicago (hereinafter "Bank"), a national banking association with its principal place of business at 120 South LaSalle Street, Chicago, Illinois 60690, has acquired a security interest in, *inter alia*, the Intellectual Property by virtue of the Loan And Security Agreement executed by Coolsavings and dated as of January 19, 2000 and/or the Forbearance And Reaffirmation Agreement executed by Coolsavings and dated as of June 15, 2001 (collectively, the "Bank Loan Agreements"); and

WHEREAS, on or about June 15, 2001, the Bank and Landmark Communications, Inc. ("Landmark"), a Virginia corporation, entered into an Intercreditor (Subordination) Agreement under which Landmark subordinated, *inter alia*, all of its liens, security interests, claims, and encumbrances, if any and whenever arising, against the assets and properties of Coolsavings (including, without limitation, Landmark's liens, if any, against the Intellectual Property) to the liens, security interests, claims and encumbrances granted to the Bank in connection with the Bank Loan Agreements including, without limitation, the Bank's liens against the Intellectual Property.

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration paid by Bank, the receipt and sufficiency of which are hereby acknowledged, Coolsavings hereby confirms that it has granted a valid continuing first lien and security interest to the Bank in and to the Intellectual Property.

IN WITNESS WHEREOF, we have hereunto executed and delivered this Agreement as of this 19th day of June, 2001.

COOLSAVINGS.COM, INC.

By:
Printed Name: Robert G. ...
Title: _____

AMERICAN NATIONAL BANK AND TRUST COMPANY OF CHICAGO

By:
Printed Name: Michael Hays
Title: FVP

savings.com inc.
 is Report for All Patents at Niro, Scavone, Haller & Niro
 ml as of: May 30, 2001

Patent No.	Country	Title	Status	Serial No.	Filed Date	Pub Date	Remarks
CIPAR	Argentina	Interactive Marketing Network and Process Using Electronic Certificates	Abandoned	990102116	05-May-1999		Abandoned per Bob Gorman 4/10/2001; see MPM letter in
SCIPPCT	Australia	Interactive Marketing Network and Process Using Electronic Certificates	Pending	3887799	06-Jul-2000		
PCTAU	Australia	Interactive Marketing Network and Process Using Electronic Certificates	Granted	6762796	25-Jul-1996	710469	25-Jul-1998
SCIPPCT	Brazil	Interactive Marketing Network and Process Using Electronic Certificates	Pending	99102404	06-Nov-2000		
PCTBR	Brazil	Interactive Marketing Network and Process Using Electronic Certificates	Abandoned	PI96100613	26-Jan-1998		Abandoned per Bob Gorman 4/10/2001; see MPM letter in
CIPBS	Bahamas	Interactive Marketing Network and Process Using Electronic Certificates	Inactive				Application withdrawn on May 5 per instructions from MPM.
SCIPPCT	Canada	Interactive Marketing Network and Process Using Electronic Certificates	Pending	2310413	05-May-1999		3 year annuity paid by CPI
PCTCA	Canada	Interactive Marketing Network and Process Using Electronic Certificates	Pending	2222876	25-Jul-1996		Entered National Stage in Canada 1/23/98
CIPCL	Chile	Interactive Marketing Network and Process Using Electronic Certificates	Abandoned	90059	05-May-1999		Abandoned per Bob Gorman 4/10/2001; see MPM letter in
PCTCN	China	Interactive Marketing Network and Process Using Electronic Certificates	Published	961868427	09-Mar-1998		
GCIPPCT	Europe	Interactive Marketing Network and Process Using Electronic Certificates	Pending	999217508	05-May-1999		
PCTEP	Europe	Interactive Marketing Network and Process Using Electronic Certificates	Published	959280130	25-Jul-1996		
SCIPPCT	United Kingdom	Interactive Marketing Network and Process Using Electronic Certificates	Pending	002811170	77-Nov-2000		

EXHIBIT A

avings.com inc.
 s Report for All Patents at Niro, Scavone, Haller & Niro
 itas of: May 30, 2001

Patent No.	Country	Class	Applicant	Inventor	Attorney	Issue Date	Expiration Date	Notes
CIPCT	Hong Kong	Interactive Marketing Network and Process Using Electronic Certificates	Inactive					Hong Kong will be re-registration of UK application
CTHK	Hong Kong	Interactive Marketing Network and Process Using Electronic Certificates	Abandoned	991008878		03-Mar-1999		Abandoned per Bob Gorman 4/10/2001: see MPM letter in
JPIN	India	Interactive Marketing Network and Process Using Electronic Certificates	Pending	419CAL99		05-May-1999		
JPCT	Japan	Interactive Marketing Network and Process Using Electronic Certificates	Pending	2000547574		05-May-1999		
PCTJA	Japan	Interactive Marketing Network and Process Using Electronic Certificates	Pending	9507715		25-Jul-1998		
PCTKO	Korea	Interactive Marketing Network and Process Using Electronic Certificates	Abandoned	98700526		23-Jan-1998		Abandoned per Bob Gorman 4/10/2001: see MPM letter in
PCTME	Mexico	Interactive Marketing Network and Process Using Electronic Certificates	Pending	980671		23-Jan-1998		Per MPM do not proceed.
PCTNZ	New Zealand	Interactive Marketing Network and Process Using Electronic Certificates	Granted	315832		25-Jul-1996	08-Feb-2000	
CIPPA	Panama	Interactive Marketing Network and Process Using Electronic Certificates	Inactive					Application sent by fax 4/30; withdrawn on May 3, 1999 at
PCTSG	Singapore	Interactive Marketing Network and Process Using Electronic Certificates	Granted	98016645		25-Jul-1996	23-May-2000	
CIPTH	Thailand	Interactive Marketing Network and Process Using Electronic Certificates	Abandoned	050280		04-May-1999		Abandoned per Bob Gorman 4/10/2001: see MPM letter in
CIPTW	Taiwan	Interactive Marketing Network and Process Using Electronic Certificates	Abandoned	88107400		08-May-1999		Abandoned per Bob Gorman 4/10/2001: see MPM letter in
	United States	Interactive Marketing Network and Process Using Electronic Certificates	Granted	08507693		25-Jul-1995	02-Jun-1998	Request for Certificate of Correction sent 7/12/2000.

coolings.com inc.
 s Report for All Patents at Niro, Scavone, Haller & Niro
 ntas of: May 30, 2001

Patent No.	Country	Inventors	Class	Status	Serial No.	Issue Date	Priority Date	Remarks
CONZB	United States	Interactive Marketing Network and Process Using Electronic Certificates	35	Pending	09484290	18-Jan-2000		CONZB was filed with new matter and new inventors.
CONZC	United States	Interactive Marketing Network and Process Using Electronic Certificates	35	Pending	09490362	24-Jan-2000		per MP: CONZC was filed with disclosure from '848 patent
CON	United States	Interactive Marketing Network and Process Using Electronic Certificates	35	Abandoned	09073334	06-May-1998		Apprx. paper copy sent to storage 7/08 in Box TE14.
3CONCIP (CON2A)	United States	Interactive Marketing Network and Process Using Electronic Certificates	35	Abandoned	09290441	13-Apr-1999		Abandoned per MP in view of CONZB and CONZC.
REX2	United States	Interactive Marketing Network and Process Using Electronic Certificates	35	Pending	90005773	12-Jul-2000		2nd Reexamination Request by Catalina Marketing on U.S.
REX	United States	Interactive Marketing Network and Process Using Electronic Certificates	35	Pending	90005641	18-Feb-2000		
CIPPCT	PCT	Interactive Marketing Network and Process Using Electronic Certificates	35	Dispersed/No longer	US9909980	05-May-1999		
PCT	PCT	Interactive Marketing Network and Process Using Electronic Certificates	35	Dispersed/No longer	US9812181	25-Jul-1996		
RE	United States	Electronic Coupon Communication System	35	Granted	08559777	15-Nov-1895	5855007	Patent Assigned to coolings.com Inc. on April 1998
REX	United States	System and Method for Providing Shopping Aids and Incentives to Customers Through a Computer	35	Pending	90005888	12-Dec-2000		Reexam of Patent No. 6,014,634 issued January 11, 2000 to Supermarkets Online,

coolsavings.com inc.
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Trademark No.	Status	Trademark	Serial No.	Class	Reg. No.	Reg. Date	Expiry Date
TM1155	Registered	DINELINE	74724477	05-Sep-1995	2219173	19-Jan-1999	
TM1158	Registered	EVENTSLINE	74724476	05-Sep-1995	2219172	19-Jan-1999	
TM1204	Abandoned	INTERACTIVE COUPON NETWORK	75091929	22-Apr-1996			
TM1216AU (Australia)	Registered	COOLSAVINGS	7588547	30-Mar-1998	7588547	30-Mar-1998	
TM1216CA (Canada)	Registered	COOLSAVINGS	8733779	30-Mar-1998	TMA525715	24-Mar-2000	
TM1216UK (United Kingdom)	Registered	COOLSAVINGS	2171238	03-Jul-1998	2171238	03-Jul-1998	
TM1216	Registered	COOLSAVINGS	76131552	09-Jul-1996	2148278	31-Mar-1998	
TM1282	Registered	COOLTRAVEL	75242659	18-Feb-1997	2209627	08-Dec-1998	
TM1312	Registered	COOLMALLS	75288297	22-May-1997	2209744	08-Dec-1998	
TM1322	Registered	COOLCATALOGS	75303598	05-Jun-1997	2215402	29-Dec-1998	
TM1323	Registered	COOLSAMPLES	75304933	05-Jun-1997	2211836	15-Dec-1998	
TM1447CA (Canada)	Pending	MISC. DESIGN (Piggy Bank)	1075941	26-Sep-2000			

cool savings.com inc.
 Status Report for All Trademarks at Niro, Scavone, Haller & Niro
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TRADEMARK	STATUS	DESCRIPTION	SERIAL NO.	FILING DATE	REG. NO.	EXP. DATE
TM1447	Registered	MISC. DESIGN (Pkgy Bank)	754770037	13-Apr-1998	2327885	14-Mar-2000
TM1500	Registered	COOLDINING	75580213	30-Oct-1998	2349629	18-May-2000
TM1501	Pending	COOLNEIGHBORHOODS	75683068	15-Apr-1999		
TM1502	Registered	COOLGROCERS	75580894	02-Nov-1998	2337763	04-Apr-2000
TM1503	Registered	COOLSUPERMARKETS	75581369	02-Nov-1998	2340345	11-Apr-2000
TM1504	Pending	COOLSCHOOLS	75581370	02-Nov-1998		
TM1505	Registered	COOLCAMPUS	75580342	30-Oct-1998	2340342	11-Apr-2000
TM1506	Registered	COOLEVENTS	75581351	02-Nov-1998	2340344	11-Apr-2000
TM1507	Registered	COOLCOLLEGES	75580899	02-Nov-1998	2337762	04-Apr-2000
TM1508	Pending	CLIP HERE NOW	75683823	03-Dec-1999		
TM1509	Registered	SAVINGSCENTER (Supplemental Registry)	75581352	02-Nov-1998	2414799	19-Dec-2000
TM1510	Registered	COOLSAVINGS COUPON MANAGER	75581368	02-Nov-1998	2356863	13-Jun-2000
TM1530CA (Canada)	Pending	SQUEALS OF THE DAY	1075940	26-Sep-2000		

coolsavings.com inc.
 Status Report for All Trademarks at Niro, Scavone, Haller & Niro
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REG. NO.	STATUS	MARK	REG. NO.	REG. DATE	REG. DATE	REG. DATE
TM1530	Registered	SQUEALS OF THE DAY	7560831B	21-Dec-1998	2311614	25-Jan-2000
TM1588CA (Canada)	Pending	SAVE. THEN SHOP.	1075939	26-Sep-2000		
TM1588	Published	SAVE. THEN SHOP.	75776417	16-Aug-1999		
TM1592	Pending	COOLCASH	76102515	03-Aug-2000		
TM1593	Pending	COOLSTAMPS	76102531	03-Aug-2000		
TM1594	Pending	COOLGREENSTAMPS	76102528	03-Aug-2000		
TM1617	Unfiled	SAVINGSCENTER EXPRESS				
TM1618	Unfiled	COOL				
TM1661	Published	COOLPERKS	75908998	03-Feb-2000		
TM1662	Pending	REWARDS WHENEVER YOU SHOP	75908820	03-Feb-2000		
TM1663	Pending	COOLCOINS	75922220	17-Feb-2000		
TM1665	Unfiled	COOLPARENTING				
TM1666	Unfiled	COOL PARENTING				
TM1798	Pending	SAVE. THEN DINE.	7614755B	16-Oct-2000		