

07-17-2001

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FORM PTO-1618A

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

7-201

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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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 #

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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

Mark if additional names of receiving parties

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

07/16/2001 00000185 032030 75716310
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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
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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)

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

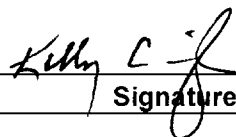
Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

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.

Kelly W. Cunningham
Name of Person Signing


Signature

June 28, 2001
Date Signed

TRADEMARK ASSIGNMENT

WHEREAS, the undersigned Brett O'Brien is an individual and resident in the State of California (hereinafter ASSIGNOR), has developed a business pertaining to the remote storage of data, has intended to use the mark XDRIVE (hereinafter MARK) in commerce, and has filed a federal trademark application, now assigned Serial No. 75-716,310, indicating this bona fide intention; and

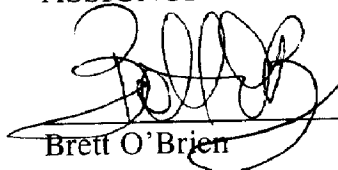
WHEREAS, ASSIGNOR is assigning the MARK in the above-identified application as part of the entire business or portion thereof to which the MARK pertains as required by 15 U.S.C. § 1060, along with the assets of the business;

WHEREAS, X:drive, Inc., a Delaware corporation having its principal place of business located at 1601 Cloverfield Boulevard, Suite 1000, Santa Monica, California 90404 (hereinafter ASSIGNEE), and the successor to the ongoing and existing business of Brett O'Brien, or portion thereof, to which the MARK pertains, is desirous of acquiring the assets of the business and said trademark and the pending intent-to-use application therefor;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR does hereby assign to ASSIGNEE all right, title, and interest in and to the assets of the business, the MARK, the goodwill and business symbolized thereby, and the above-identified trademark application therefor.

IN WITNESS WHEREOF, the said AUTHOR has executed and delivered this instrument this 18th day of June, 2001.

ASSIGNOR


Brett O'Brien

Z:\PAT-TM\7427 XDRIVE ASSIGNMENT.DOC

RECORDED: 07/02/2001

TRADEMARK
REEL: 002329 FRAME: 0685