

08-20-2001

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

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

Tab settings

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

1. Name of conveying party(ies):

TheSpark.com Inc.

8-14-01

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other Corrected Assignment Cover Sheet

Execution Date:

2. Name and address of receiving party(ies)

Name: SparkNotes LLC

Internal

Address:

Street Address: 122 Fifth Avenue

City: New York State: New York Zip: 10011

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

Other New York Limited Liability Company

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) 75/943,989; 75/943,990; 75/943,991; 75/943,992

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Todd Braverman, Esq.

Internal Address: Robinson Silverman

Pearce Aronsohn & Berman LLP

Street Address: 1290 Avenue of the Americas

City: New York State: New York Zip: 10104

6. Total number of applications and registrations involved:

4

7. Total fee (37 CFR 3.41) \$ 115.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

(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.

Todd Braverman, Esq.

Todd Braverman

8/14/01

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and document:

08/20/2001 LMUELLER 00000011 75943989

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

01 FC:481 40.00 OP 02 FC:482 75.00 OP

04-11-2001



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type <u>3-20-01</u>		Conveyance Type	
<input checked="" type="checkbox"/> New	<input type="checkbox"/> Resubmission (Non-Recordation) Document ID # _____	<input checked="" type="checkbox"/> Assignment	<input type="checkbox"/> License
<input type="checkbox"/> Correction of PTO Error Reel # _____ Frame # _____	<input type="checkbox"/> Corrective Document Reel # _____ Frame # _____	<input type="checkbox"/> Security Agreement	<input type="checkbox"/> Nunc Pro Tunc Assignment
		<input type="checkbox"/> Merger	Effective Date Month Day Year <u>03 19 2001</u>
		<input type="checkbox"/> Change of Name	
		<input type="checkbox"/> Other _____	

Conveying Party Mark if additional names of conveying parties attached

Name TheSpark.com Inc. Execution Date
Month Day Year
03 19 2001

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Massachusetts

Receiving Party Mark if additional names of receiving parties attached

Name SparkNotes LLC

DBA/AKA/TA _____

Composed of _____

Address (line 1) 122 Fifth Avenue

Address (line 2) _____

Address (line 3) New York New York 10011
City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other Limited Liability Company

Citizenship/State of Incorporation/Organization New York

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.)

04/10/2001 TDIAZ1 00000140 75943889

FOR OFFICE USE ONLY

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01 FC:481 40.00 OP
02 FC:482 75.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

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="75943889"/>	<input type="text" value="75943990"/>	<input type="text" value="75943991"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75943992"/>	<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.

Todd Braverman

Todd Braverman

3/20/01

Name of Person Signing

Signature

Date Signed

TRADEMARK ASSIGNMENT

THIS AGREEMENT is entered into as of the 19th day of March, 2001 by and between SparkNotes LLC ("Assignee"), a New York limited liability company, and TheSpark.com Inc., a Massachusetts corporation ("Assignor").

WHEREAS, Assignor represents that it is the owner of all right, title and interest in the trade names, fictitious names, logos, designs, common law trademarks and service marks, trademark and service mark registrations and applications and domain names listed on the attached Schedule A (hereinafter referred to as the "Marks"). Notwithstanding the foregoing, it is understood that Assignor makes no representations as to ownership of the domain names listed on Schedule A except for ownership of a registration pertaining thereto and such rights under common law that accrue from the use in commerce of such domain names as trademarks;

WHEREAS, Assignee is the successor to the business of Assignor to which the Marks pertain, pursuant to an Asset Purchase Agreement, dated as of March 8, 2001, as amended, between Assignor and Assignee, and such business is ongoing and existing; and

WHEREAS Assignee is desirous of acquiring any and all rights that Assignor may have in and to the Marks and any applications or registration therefor, together with the goodwill of the business in connection with which the Marks are used and which are symbolized by the Marks, along with the right to recover damages and profits for past infringements thereof.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign, sell, transfer and convey unto Assignee all of its right, title and interest in and to the Marks, including such other trademarks, service marks, trade names and trade dress as may be owned by Assignor and used in connection with the Marks, and any applications or registrations therefor, together with the goodwill of the business in connection with which the Marks are used and which are symbolized by the Marks, including, but not limited to, the use of the Marks in any manner; and Assignor does hereby further assign, sell, transfer and convey unto Assignee any and all claims of Assignor for past infringement and any and all causes of action of Assignor with respect to or arising out of the Marks, along with the right to recover damages and profits for past infringements thereof.

Assignor agrees to execute and deliver at the request of Assignee, all papers, instruments, and assignments, and to perform any other reasonable acts Assignee may require in order to vest all Assignor's rights, title, and interest in and to the Marks in Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by the Assignee, to the extent such evidence is in the possession or control of Assignor.

SCHEDULE A

I. U.S. Trademark Registrations and Applications

1. SPARKNOTES - U.S. Application Serial No. 75/943,989.
2. THESPARK.COM & DESIGN - U.S. Application Serial No. 75/943,992.
3. THESPARK.COM - U.S. Application Serial No. 75/943,990.
4. PIMPIN' CUPID - U.S. Application Serial No. 75/943,991.

II Domain Names

1. SPARKNOTE.COM
2. SPARKSNOTES.COM
3. SPARKNOTES.COM
4. THESPARK.COM
5. SPARKMAIL.COM
6. THESPANK.COM
7. PIMPINCUPID.COM
8. SPARKCAM.COM
9. SPARKCAMS.COM
10. AYETURF.COM
11. ASKJESUS.ORG
12. YEASTWAR.COM
13. SPARKMATCH.COM
14. SPARKMALL.COM

III. Common Law Marks

1. THE SPARK NETWORK
2. THE SPARKIVE
3. SPARKCAM
4. SPARKCHAT
5. SPARKMATCH
6. SPARKCARDS
7. ASKJESUS
8. BONE-EASY
9. SM (SPARK MATCH LOGO)
10. I CAN'T BELIEVE IT'S NOT BETTER

11. TAKING THE "F" OUT OF UCKING UP
12. I'M WITH STUPID
13. SPARK IT UP!
14. INTERNET LIKE BURNING
15. THINK ABOUT IT
16. FREE ONLINE STUDY GUIDES
17. WHY BUY CLIFFS NOTES, SPARKNOTES ARE FREE!
18. NOT FORBIDDEN ANYMORE...
19. WE HOOK YOU UP
20. ONLINE SINCE 1999
21. SO HOT, YOU SUCK
22. FREE EMAIL WITH A BANG.
23. AUTOMATIC PAPER WRITER
24. THESPARKCAM
25. BONE-EASY SEX ACQUISITION SOFTWARE
26. BURN MAKER 2.0
27. SPARKCAMS
28. DELIVER THE DIS SOFTWARE
29. BONE-EASY (PALM PILOT)