

02-21-2002

FORM PTO-1594
(Rev. 6-93)



SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner
thereof.

101988821

record the attached original documents or copy

1. Name of conveying party(ies):
Digital Communities Inc. *1-25-02*

Individual(s) Association

General Partnership Limited Partnership
 Corporation-State - Delaware
 Other _____

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: January 4, 2002

2. Name and address of receiving party(ies):

Name: PETsMART.com, Inc.

Internal Address: _____

Street Address: 35 Hugus Alley, Suite 210

City: Pasadena State: CA ZIP 91103

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

If assignee is not domiciled in the United States, a domestic
representative designation is attached:
 Yes No
(Designation 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) 75/415,387

Additional numbers attached? Yes No

B. Trademark Registration No.(s)

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

Name: Karen Mourad

Internal Address: PETsMART, Inc.

Street Address: 19601 N. 27th Avenue

City: Phoenix State: AZ ZIP 85027

6. Total number of applications and registration
involved:
1

7. Total fee (37 CFR 3.41):.....
\$ 40

Enclosed
 Authorized to be charged to deposit account
No. 03-3118

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.

Amy L. Thompson 1-21-02
Amy L. Thompson January 21, 2002

Total number of pages including cover sheet, attachments, and document: 3

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

02/20/2002 TDIAZ1 0000097 75415387
01 FC:481 40.00 DP

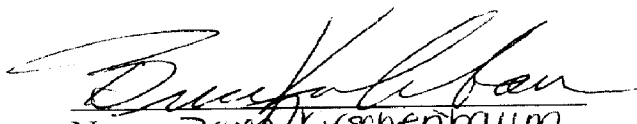
TRADEMARK
REEL: 002446 FRAME: 0858

ASSIGNMENT

WHEREAS, Digital Communities Inc. is using the service mark ACME PET in interstate commerce, and has applied to register said mark with the United States Patent and Trademark Office, which has been given Application Serial Number 75/415,387; and

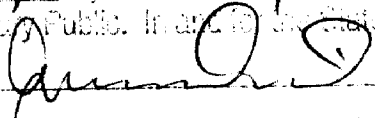
WHEREAS, PETsMART.com, Inc., of 35 Hugus Alley, Suite 210 Pasadena, CA 91103, is desirous of acquiring all rights in the United States in and to the said service mark;

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS that for all good and valuable consideration, the sufficiency of which is hereby acknowledged, Digital Communities Inc. does hereby irrevocably assign to PETsMART.com, Inc., all of its right, title and interest in the United States in and to the said service mark and the said service mark application therefor, together with the goodwill of its business as symbolized by the said service mark and said service mark application herein assigned.


Name: Bruce Kirschenbaum
Title: President

Dated: 1-04-02

Signed and subscribed to and me, in my presence this 4 day of January, 2001. A Virginia Notary Public. In and for the State at Large.


Notary Public
My Commission Expires December 31, 2004