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



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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): Webshots Corporation

- 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 9, 2002

2. Name and address of receiving party(ies)

Name: Twofold Photos, LLC Internal Address: P.O. Box 1329 Street Address: City: Redwood City State: California Zip: 94064

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other Limited Liability Company - California

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)

B. Trademark Registration No.(s) 2,263,037

Additional number(s) attached Yes No

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

Name: James R. Cady Internal Address: Heller Ehrman White & McAuliffe LLP Street Address: 275 Middlefield Road City: Menlo Park State: California Zip: 94025

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number: 08-1645 (please reference 38666-0001)

(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.

James R. Cady Name of Person Signing

Signature

January 15, 2002 Date

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

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

TRADEMARK REEL: 002447 FRAME: 0376

ASSIGNMENT OF TRADEMARK

WHEREAS, Webshots Corporation, successor in interest to Auralis, Inc, and a wholly owned subsidiary of At Home Corporation, a Delaware corporation, having a place of business at 450 Broadway Street, Redwood City, California 94063 (hereinafter the "ASSIGNOR"), has adopted the trademark described in ATTACHMENT A, for which registrations have been issued by the United States Patent and Trademark Office; and

WHEREAS, Twofold Photos LLC, a California limited liability company, having a place of business at P.O. Box 1329, Redwood City, CA 94064 (hereinafter the "ASSIGNEE"), is desirous of acquiring the trademark;

NOW, THEREFORE, effective on January 11, 2002 for good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR does hereby memorialize and clarify the prior understanding of the parties that ASSIGNOR has sold, assigned and transferred unto ASSIGNEE, its entire right, title and interest in the trademark and the goodwill of the business associated with the trademark.

Executed at At Home, California this 11th day of January 2002.

WEBSHOTS CORPORATION, successor in interest to Auralis, Inc., a wholly owned subsidiary of At Home Corporation

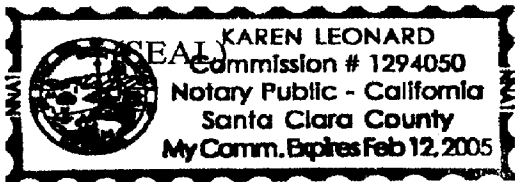
By: [Signature]

Printed Name: Matt Jones

Title: President

STATE OF CALIFORNIA)
COUNTY OF San Mateo)

On 1/9/ 2002, before me, a Notary Public in and for said State, personally appeared Matt Jones, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument. WITNESS my hand and official seal.



[Signature]
Signature

ATTACHMENT A

<u>MARK</u>	<u>REG. NO.</u>	<u>SERIAL NO.</u>	<u>FILING DATE</u>
WEBSHOTS	2,263,037	75/496,539	Filed 6/9/1999

LA1:955678.1

RECORDED: 02/08/2002

TRADEMARK
REEL: 002447 FRAME: 0378