

03-27-2002

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

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

1. Name of conveying party(ies):

Boston Herald, Inc. 3-6-02

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 02/15/2002

2. Name and address of receiving party(ies)

Name: Herald Interactive, Inc.

Internal Address: _____
Address: _____

Street Address: 254 Second Avenue
City: Needham State: MA

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

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

OFFICE OF PATENT RECORDS
MAR - 6 PM 2:34
FINANCE SECTION

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

75/553357

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: Howard G. Zaharoff

Internal Address: Morse, Barnes-Brown & Pendleton, P.C.

Street Address: 1601 Trapelo Road,
Suite 205

City: Waltham State: MA Zip: 02451

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:

N/A

(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.

Demetrios Mandilas
Name of Person Signing

Demetrios Mandilas
Signature

3/5/2002
Date

Total number of pages including cover sheet, attachments, and document: 2

03/26/2002 LMUELLER 00000232 75553357

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40.00 DP

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

TRADEMARK
REEL: 002469 FRAME: 0611

ASSIGNMENT

WHEREAS, Boston Herald, Inc., ("Assignor") is the record owner of the CARFIND.COM mark now pending before the United States Patent and Trademark Office and assigned Serial No. 75/553,357 (the "Mark");

WHEREAS, Herald Interactive, Inc., a Massachusetts corporation, of 254 Second Ave, Needham, Massachusetts, 02494 ("Assignee"), is desirous of acquiring the Mark;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest it may now have, may ever have had or may ever have, in and to the Mark and all registrations and applications therefor, together with the good will symbolized by said Mark and registrations and including all rights to sue and recover for past infringements thereof; provided however that this assignment is subject and subordinate to the Trademark Security Agreement entered into between Boston Herald, Inc., Herald Interactive, Inc. (f/k/a Herald Interactive Advertising Systems, Inc.), Canadian Imperial Bank of Commerce and certain related parties, which Trademark Security Agreement was recorded with the United States Patent and Trademark Office on February 8, 2001, at Reel No. 2241, Frame No. 0902.

BOSTON HERALD, INC.

By: Jeff Magram
Name: JEFFREY W. MAGRAM
Title: V.P. COO & CFO
Date: 02.15.02

ACKNOWLEDGEMENT

Suffolk, ss.

February 17, 2002

On this day before me appeared Jeffrey W. Magram, who, being by me duly sworn, did say that he/she is V.P. COO & CFO of Boston Herald, Inc. and acknowledged the foregoing to be his/her free act and deed.

Marjorie Lane Wilson
Notary Public
My Commission Expires: