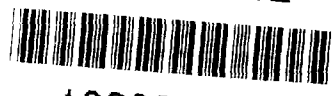


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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies): cozone.com inc. Individual(s) Association General Partnership Limited Partnership Corporation-State Other Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Name: COMPUSA NET.COM INC. Internal Address: Street Address: 14951 N. DALLAS PARKWAY City: DALLAS State: TX Zip: 75254 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 (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Execution Date: February 25, 2000

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 75/848074 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: KRISTY B. MOTHERSBAUGH Internal Address: Thompson & Knight L.L.P. Street Address: 1700 Pacific Avenue Suite 3300 Dallas Texas 75201 City: State: Zip:

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: 20-0821 (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. KRISTY B. MOTHERSBAUGH Name of Person Signing Signature APRIL 4, 2002 Date Total number of pages including cover sheet, attachments, and document: 2

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

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ASSIGNMENT AND ASSUMPTION AGREEMENT

THIS ASSIGNMENT AND ASSUMPTION AGREEMENT ("Assignment") is made by and between CompUSA Net.com Inc., a Delaware corporation ("Net.com"), and cozone.com inc., a Delaware corporation ("Cozone Inc.").

RECITALS:

WHEREAS, Cozone Inc. is being dissolved and desires to make a liquidating distribution to its sole stockholder, Net.com, in connection with such dissolution;

WHEREAS, as part of such liquidating distribution Cozone Inc. desires to assign to Net.com all of its rights, interests and obligations (a) under the contracts listed on Schedule A attached hereto (the "Contracts"), (b) in 4,000,000 membership units of cozone.com l.l.c. (the "Membership Units") and (c) in and to all of the other assets of Cozone Inc. (collectively with the Contracts and the Membership Units, the "Assets"); and

WHEREAS, Net.com desires to accept and assume all of Cozone Inc.'s rights, interests and obligations in, under and to the Assets;

NOW, THEREFORE, in consideration of the foregoing premises, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Net.com and Cozone Inc. hereby agree as follows:

1. **Assignment.** Cozone Inc. hereby assigns all of its rights, interests and obligations in, under and to the Assets to Net.com.
2. **Assumption.** Net.com hereby accepts all rights and assumes and agrees to pay, perform, satisfy or discharge, as applicable, all liabilities and obligations of Cozone Inc. that, but for this Assignment, were to have been observed or performed by Cozone Inc. after the date hereof.

Executed as of Feb. 25, 2000.

cozone.com inc.

By: *Mark R. Walker*
 Name: *MARK R. WALKER*
 Title: *Asst. Sec.*

AGREED TO AND ACCEPTED
as of the date first written above:

CompUSA Net.com Inc.

By: *Mark R. Walker*
 Name: *MARK R. WALKER*
 Title: *Asst. Sec.*

Schedule A

Employment Services Agreement between Cozone Inc. and cozone.com l.l.c. for providing services of Cozone Inc. employees to cozone.com l.l.c.

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