

05-24-2002

EXHIBIT #2

FORM PTO-1594
1-31-92

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



To the Honorable Commissioner of Pat

Original documents or copy thereof.

102102768

1. Name of conveying party(ies):
Pocket.Com Inc. **5-13-02**
 Individual(s) Association
 General Partnership Limited Partnership
 Corporate - State: California

Name of receiving party(ies):

Name: PocketMail Inc.

Internal Address:
Street Address: Two North Second Street

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

City: San Jose
State: California Zip: 95113

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

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporate - State: Delaware
 Other

Execution Date: May 9, 2001

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s): 1
A. Trademark Application Nos.:
75/921264

B. Trademark Registration No.(s)

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

Name: Eliane Sertou, Esq.

Internal Address: GRAY CARY WARE & FREIDENRICH
153 Townsend Street, #800
San Francisco, CA 94107-1922

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: 07-1907. Please debit any underpayment or credit any overpayment to the above deposit account.

GRAY CARY WARE & FREIDENRICH

(Attach duplicate 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

Eliane Sertou, Esq.
Name of Person Signing

Eliane Sertou
Signature

5/13/02
Date

Total number of pages comprising cover sheet: [1]

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

Gray Cary/PAL0234039.1
1160694-901212

TRADEMARK ASSIGNMENT

WHEREAS, Pocket.com, Inc. (formerly known as PocketScience, Inc.), a California corporation with a principal place of business at 2075 de la Cruz Boulevard, Santa Clara, California 95050 ("Assignor") is the owner of the trademarks and service marks, and the applications and registrations for such marks that appear on Schedule 1 attached hereto and incorporated herein by this reference (the "Marks"); and

WHEREAS, PocketMail, Inc., a Delaware corporation with a principal place of business at Level 1, 15-17 Hunter Street, Sydney NSW 2000, Australia ("Assignee"), is desirous of acquiring all of the right, title and interest in, to and under the Marks, together with the goodwill of the business symbolized by the Marks.

NOW THEREFORE, pursuant to that certain Agreement for the Purchase and Sale of the Assets of Pocket.com Inc., dated as of March 26, 2001, by and between Assignor and Assignee, and for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor does hereby sell, assign, transfer and convey to Assignee all right, title and interest in the Marks in the United States of America and all other countries and jurisdictions of the world, including common law rights, the right to sue and recover for any past infringement thereof, together with the goodwill of the business symbolized by said Marks and the portion of the business of Assignor to which the Marks pertain.

IN WITNESS WHEREOF, Assignor and Assignee have executed this assignment as of May 9, 2001.

POCKET.COM INC.
(f/k/a POCKETSCIENCE, INC.),
a California corporation

By: [Signature]
Name: _____
Title: _____

POCKETMAIL INC.,
a Delaware corporation



By: [Signature]
Name: _____
Title: _____

SCHEDULE 1

to the Trademark Assignment, between Pocket.com Inc. (f/k/a PocketScience, Inc.) as Assignor
 and
 PocketMail, Inc. as Assignee, dated as of May 9, 2001

MARKS

| <u>Mark</u> | <u>Application No. / Filing Date</u> | <u>Registration No. / Registration Date</u> | <u>Jurisdiction</u> |
|--------------------------------|--|---|------------------------------------|
| POCKETMAIL (Cl. 9) | 2187113 11/16/1998 | 1773575 02/04/2000 | Argentina |
| POCKETMAIL (Cl.38) | 2187115 11/16/1998 | 1773599 02/04/2000 | Argentina |
| POCKETMAIL (Cl. 9) | 778055 11/12/1998 | 778055 07/02/1999 | Australia |
| POCKETSCIENCE (Cl. 9) | 812826 11/05/1999 | 812826 11/05/1999 | Australia |
| POCKETMAIL (Cl. 9) | 9800114967 10/12/1998 | 1381481 04/07/2000 | China (People's Republic of) |
| POCKETMAIL (Cl. 38) | 9800114965 10/12/1998 | 1372475 03/07/2000 | China (People's Republic of) |
| POCKETMAIL (Cls. 9, 16, 38) | 984609 11/12/1998 | 984609 02/04/2000 | European Union |
| POCKETMAIL (Cl. 9) | 356035 11/30/1998 | 603713 03/26/1999 | Mexico |
| POCKETMAIL (Cl. 38) | 356036 11/30/1998 | 603714 03/26/1999 | Mexico |
| POCKETMAIL (Cl. 9) | (87)057678 11/30/1998 | 903015 09/01/2000 | Taiwan |
| EMAIL ANYWHERE (Cl. 38) | 75/539214 08/14/1998 | 2,416,635 12/26/2000 | United States of America |
| MAILSYNCH (Cl. 9) | 75/265405 03/27/1997 | 2,252,076 06/08/1999 | United States of America |
| POCKETMAIL (Cl. 9) | 75/547226 09/02/1998 | 2,416,282 12/26/2000 | United States of America |

Assignor: 
 Assignee: 

la-482221

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|---------------------------|-------------------------|-------------------------|-----------------------------|
| POCKETMAIL (Cl. 9) | 75/138233 07/10/96 | 2,239,242 04/13/1999 | United States of America |
| POCKETMAIL (Cl. 38) | 75/132079 07/10/1996 | 2,234,693 03/23/1999 | United States of America |
| POCKETMAIL (Cl. 9) | 74/315784 09/18/1992 | 1,818,410 01/25/1994 | United States of America |
| POCKETRULES (Cl. 9) | 75/286100 05/05/1997 | 2,345,905 04/25/2000 | United States of America |
| POCKETSCIENCE (Cl. 38) | 75/140533 07/26/1996 | 2,353,943 05/30/2000 | United States of America |
| POCKETSPORTS (Cl. 41) | 75/265409 03/27/1997 | 2,416,063 12/26/2000 | United States of America |
| POCKETSTOCK (Cl. 36) | 75/265406 03/27/1997 | 2,421,645 01/16/2001 | United States of America |
| POCKETTOOLS (Cl. 9) | 75/620069 01/13/1999 | 2,378,164 08/15/2000 | United States of America |

| <u>Mark</u> | <u>Application No. / Filing Date</u> | <u>Jurisdiction</u> |
|------------------------------------|--------------------------------------|---------------------------------|
| POCKETMAIL (Cl. 38) | 778055 11/12/1998 | Australia |
| POCKETSCIENCE (Cl. 38) | 812826 11/05/1999 | Australia |
| POCKETMAIL (Cl. 9) | 821344536 01/07/1999 | Brazil |
| POCKETMAIL (Cl. 38) | 821344510 01/07/1999 | Brazil |
| POCKETMAIL (Cl. 9) | 896031 11/12/1998 | Canada |
| POCKETMAIL (Cl. 38) | 896031 11/12/1998 | Canada |
| POCKETMAIL & DESIGN (Cl. 9) | 9800114966 10/12/1998 | China (People's Republic of) |
| POCKETMAIL & DESIGN (Cl. 38) | 9800114964 10/12/1998 | China (People's Republic of) |
| MY_POCKET.COM (Cls. 16, 38, 42) | 1908748 10/18/2000 | European Union |
| POCKETMAIL (Cl. 38) | 984609 11/12/1998 | European Union |
| POCKETMAIL (Cl. 9) | 12233/1998 09/15/1998 | Hong Kong |

Assignor: 

Assignee: 

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|---------------------------------------|--------------------------|-----------------------------|
| POCKETMAIL (Cl. 38) | 12234/1998 09/15/1998 | Hong Kong |
| POCKETMAIL (Cl. 9) | 827028 11/11/1998 | India |
| POCKETMAIL (Cl. 38) | Dispatched ** | India |
| POCKETMAIL (Cl. 9) | 10-098184 11/13/1998 | Japan |
| POCKETMAIL (Cl. 38) | 10-098185 11/13/1998 | Japan |
| POCKETMAIL (Cl. 38) | (87)057674 11/30/1998 | Taiwan |
| BACKFLIP (Cl. 9) | 75/773908 08/12/1999 | United States of America |
| BACKFLIP (Cl. 38) | 75/773907 08/12/1999 | United States of America |
| EMAIL ANYTIME ANYWHERE (Cl. 38) | 75/735745 08/13/1998 | United States of America |
| EMAIL EVERYWHERE (Cl. 38) | 75/286124 05/05/1997 | United States of America |
| MY POCKET.COM (Cl. 38) | 76/031196 04/19/2000 | United States of America |
| POCKET ASSISTANT (Cl. 9) | 75/535749 08/13/1998 | United States of America |
| POCKET PORTAL (Cl. 38) | 75/634405 02/03/1999 | United States of America |
| POCKET.COM (Cl. 38) | 75/921264 02/16/2000 | United States of America |
| POCKETALERT (Cl. 42) | 75/266050 03/27/1997 | United States of America |
| POCKETCASH (Cl. 9) | 75/857163 11/23/1999 | United States of America |
| POCKETCASH (Cl. 36) | 75/857197 11/23/1999 | United States of America |
| POCKETCHANGE (Cl. 9) | 75/542543 08/24/1998 | United States of America |
| POCKETCONNECT (Cl. 38) | 75/927809 02/25/2000 | United States of America |
| POCKETEMAIL (Cl. 9) | 75/138256 07/10/1996 | United States of America |

Assignor: *[Signature]*

Assignee: *[Signature]*

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