

09-24-2002



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

102231700

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

TRADEMARKS ONLY

Tab settings

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

1. Name of conveying party(ies):

Zoom Systems Corporation

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

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

2. Name and address of receiving party(ies)

Name: New Zoom, Inc.

Internal

Address:

Street Address: 690 18th Street

City: San Francisco State: CA Zip: 94108

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State California
- 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
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 09/12/02

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

A. Trademark Application No.(s) 76254242
76005965

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: Brandon D. Smith

Internal Address:

09/24/2002 6TOM11 00000035 76254242

40.00 DP
25.00 DP

Street Address: SCHERER & SMITH/LLP

214 Grant Avenue, Suite 400

City: San Francisco State: CA Zip: 94108

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 80.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Brandon D. Smith

Name of Person Signing

Signature

9/18/02

Date

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

Refund Ref: 09/24/2002 6TOM11 0000121142

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

CHECK Refund Total: \$15.00

TRADEMARK
REEL: 002587 FRAME: 0191

TRADEMARK ASSIGNMENT

WHEREAS, Zoom Systems Corporation, a California corporation, having offices located at 946 Whitney Street, San Leandro, California 94577 (hereinafter referred to as ASSIGNOR) had adopted and owns the trademarks and/or trademark application(s) listed on Exhibit A ("Trademarks").

WHEREAS, NewZoom, Inc., a California corporation, having offices located at 690 18th Street, San Francisco, California 94107 (hereinafter ASSIGNEE) is desirous of acquiring all rights, title and interest in and to said Trademarks as set forth on Exhibit A.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR does hereby assign, grant, transfer and convey to ASSIGNEE, its successors and assigns, its entire right, title and interest in and to the said Trademarks set forth on Exhibit A attached hereto, including but not limited to all of ASSIGNOR'S common law rights and registrations pertaining thereto, as well as all of the good will of the business symbolized by said trademark, and the right to sue for past infringements thereof.

ZOOM SYSTEMS CORPORATION,
a California corporation

By: [Signature]
Gower Smith Director
Print Name and Title

STATE OF California
COUNTY OF San Mateo

On this 12 day of Sept, 2002, before me personally came Gower Smith, _____ of Zoom Systems Corporation, to me known and known to me to be the same person described in and who executed the foregoing instrument and duly acknowledged to me that this document was executed as a free act and deed.

SEAL OF NOTARY PUBLIC

[Signature]
Notary Public Signature

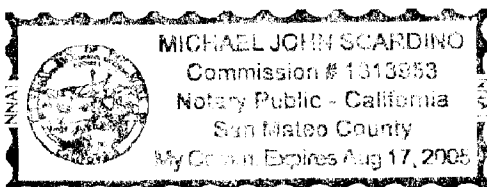


EXHIBIT A
(Schedule of Trademarks)

1. ZOOM SYSTEMS E-STORE (U.S. Serial No. 76/254242)
2. E-DEPOT (U.S. Serial No. 76/005965)
3. ZOOM SYSTEMS CORPORATION
4. E-CENTER
5. SWAP SHOP
6. Miscellaneous design
7. All trademarks and service marks filed, registered or owned by ASSIGNOR throughout the world.