

Form PTO-1594

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE

(Rev. 03/01)

U.S. Patent and Trademark Office

OMB No. 0651-0027 (exp. 5/31/2002)

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):
Name: **BuyMedia, Inc.**

Individual(s) Association
 General Partnership Limited Partnership
 Corporation- **California** 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 28, 2003**

2. Name and address of receiving party(ies)
Name: **Marketron International, Inc.**
Street Address: **411 Airport Boulevard**
City: **Burlingame** state: **CA** Zip: **94010**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation- **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

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

A. Trademark Registration No.(s) **2,216,629**

B. Trademark Application No.(s) **78/178,187; 78/178,191; 78/178,195; 78/162,832; 78/178,173; 78/162,841; 78/178,179; 78/178,202; 78/178,185**

Additional number(s) attached Yes No

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

Name: **Beth M. Goldman, Esq.**
Internal Address: **Heller, Ehrman, White & McAuliffe**
Street Address: **333 Bush Street**
City: **San Francisco** State: **CA** Zip: **94104-2878**

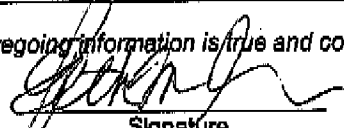
6. Total number of applications and registrations involved: **10**

7. Total fee (37 CFR 3.41)..... **\$265.00**
Enclosed
Authorized to be charged to deposit account

8. Deposit account number: **08-1645**
(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.

Beth M. Goldman 
Name of Person Signing Signature **3/12/03**
Date

Total number of pages including cover sheet, attachments, and document: **5**

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

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT is made by BUYMEDIA, Inc. a California corporation, having a place of business at 411 Airport Boulevard, Burlingame, California 94010 ("BUYMEDIA"), in favor of MARKETRON INTERNATIONAL, INC., a Delaware corporation, having a place of business at 411 Airport Boulevard, Burlingame, California 94010 ("MARKETRON INTERNATIONAL").

WHEREAS, BUYMEDIA owns all right, title and interest in and to the following trademarks, the registrations therefor (the "Trademarks"), and the goodwill associated therewith:

<u>Mark</u>	<u>U.S. App./Reg. Nos.</u>
BUYMEDIA	2,216,629
M LOGO	78/178,187
M LOGO	78/178,191
M LOGO	78/178,195
MARKETRON	78/162,832
MARKETRON	78/178,173
MARKETRON	78/162,841
MARKETRON & DESIGN	78/178,179
MARKETRON & DESIGN	78/178,202
MARKETRON & DESIGN	78/178,185

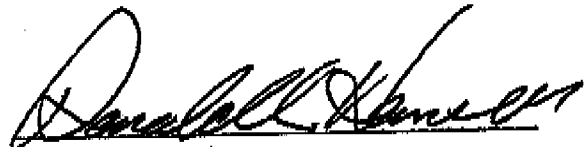
WHEREAS, BUYMEDIA desires to assign the Trademarks pursuant to a re-incorporation merger of BUYMEDIA into its wholly-owned subsidiary, MARKETRON INTERNATIONAL, as of January 28, 2003 (the "Effective Date");

WHEREAS, MARKETRON INTERNATIONAL desires to obtain all right, title and interest in and to the Trademarks, and the goodwill associated therewith.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, BUYMEDIA assigns to MARKETRON INTERNATIONAL, as of the Effective Date, all of its right, title and interest in the Trademarks, together with the goodwill of the business associated therewith.

BUYMEDIA, INC.

Effective as of January 28, 2003 By:


(nunc pro tunc)

Name: Donald C. Hansen

Title: Secretary

Date: 3/11/03