

01-27-2003

IR SHEET

Attorney Docket No.: 057082.0000



102348701

To the Honorable Commissioner of Patent and Trademark Office and original documents or copy thereof.

1. Name of conveying party(ies):

Coactive Networks, Inc.

1-21-03

2. Name and address of receiving party(ies):

Broadband Energy Networks, Inc.
7000 Terminal Square, Suite 200
Upper Darby, PA 19082

OFFICE OF SPECIAL RECORDS
2003 JUN 21 PM 2:32
FINANCE SECTION

3. Nature of conveyance:

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

Execution Date: December 21, 2002

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

If assignee is not domiciled in the U.S.A., a domestic representative designation is attached: Yes; No

(Designations must be a separate document from Assignment)

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

A. Trademark Application No.(s):

B. Trademark Registration No.(s):

~~1,841,205~~
~~1,831,974~~

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

Francis J. White, III
MORGAN, LEWIS & BOCKIUS, LLP
1701 Market Street
Philadelphia, PA 19103-7086
Telephone: 215.963.5000
Facsimile: 215.963.5299
E-Mail: fwhite@morganlewis.com

6. Total number of applications and registrations involved: [2]

7. Total fee (37 CFR 3.41) Cal. 1 x \$40.00 = \$ **40.00**
1 x \$25.00 = \$ **25.00**
\$ **65.00**

Authorized to be charged to deposit account

8. Deposit account number: 13-4520

(Billing No.: 057082.0000)

01/24/2003 TDIAZ1 00000170 134520 1841205

DO NOT USE THIS SPACE

01 FC:0521 40.00 CH
02 FC:0522 25.00 CH

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.

Francis J. White, III
Name of Person

Signing Signature

January 10, 2003
Date

Total number of pages including cover sheet, attachments and document: [4]

TRADEMARK ASSIGNMENT

COACTIVE NETWORKS, INC., a corporation incorporated under the laws of the State of California, having its principal place of business at 28 Liberty Ship Way, Sausalito, CA 94965 (hereafter "Assignor"), is the owner of the service marks, trademarks, and trade names listed on Schedule A attached hereto, together with all registrations and/or applications therefor and any renewals thereof (the "Trademarks").

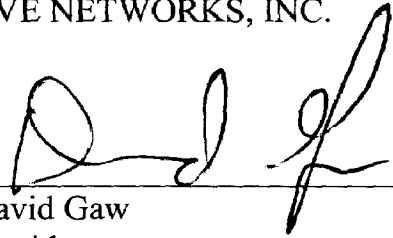
WHEREAS BROADBAND ENERGY NETWORKS INC., a corporation incorporated under the laws of the State of Delaware, having its principal place of business at 7000 Terminal Square, Suite 200, Upper Darby, PA 19082 (hereafter "Assignee"), pursuant to the Asset Purchase Agreement, dated the date hereof, by and between Assignor and Assignee (the "Agreement"), desires to acquire the entire right, title and interest in and to the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, pursuant to the Agreement, Assignor hereby irrevocably conveys, sells, assigns and transfers to Assignee, its successors and assigns, all worldwide right, title and interest, legal and equitable, in and to the Trademarks, together with all of the goodwill of the business symbolized by said Trademarks. The assignment of the Trademarks granted herein includes all rights of action accrued, accruing and to accrue under and by virtue of the Trademarks, including all right to sue or otherwise recover for past, present and future infringement and to receive all damages, payments, costs and fees associated therewith. Upon the request of Assignee, Assignor shall execute and deliver any and all instruments and documents and take such further actions as may be necessary or reasonably requested by Assignee to document the aforesaid assignment and transfer, and to enable Assignee to secure, register, maintain, enforce and otherwise fully protect its rights in and to the Trademarks.

[SIGNATURES ON FOLLOWING PAGE]

IN WITNESS WHEREOF, Coactive Networks, Inc., by its duly authorized officer, does hereby set its hand and seal as of this 20th day of December, 2002.

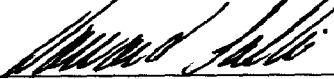
COACTIVE NETWORKS, INC.

By: 
David Gaw
President

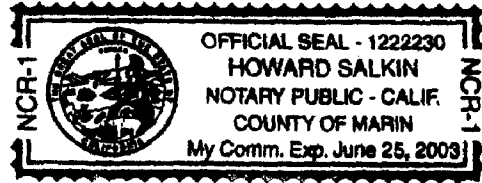
STATE OF CALIFORNIA

COUNTY MARIN

The foregoing instrument was acknowledged before me this 21st day of December, 2002, by DAVID GAW



Notary Public



SCHEDULE A

1. "Coactive" - Registration No. 1841205, registered June 21, 1994
2. "Coactive Connector" – Registration No. 1831974, registered April 19, 1994