

02-05-2003

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

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

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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): 1-31-03
 Uecker & Associates, Inc. as Assignees for the Benefit of the Creditors of OpenGrid, Inc.

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

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

2. Name and address of receiving party(ies)
 Name: AVH NewCo, Inc.
 Internal
 Address: c/o Adrian van Haften
 Street Address: 1428 Kalima Street, Suite B
 City: San Mateo State: CA Zip: 94402

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

OFFICE OF PATENT RECORDS
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 FINANCIAL SECTION

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
 Execution Date: January 10, 2003

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
76348016
 Additional number(s) attached? Yes No

B. Trademark Registration No.(s)
None
 Additional number(s) attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Roberta Chesler
 Internal Address: 1117-1A
Wilson Sonsini Goodrich & Rosati
 Street Address: 650 Page Mill Road
 City: Palo Alto State: CA Zip: 94304-1050

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:
23-2415
 (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.

Nancy Bouch Nancy Bouch 1/30/03
 Name of Person Signing Signature Date

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

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

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TRADEMARK ASSIGNMENT

WHEREAS, pursuant to that certain Asset Purchase Agreement (the "Asset Purchase Agreement"), dated even date herewith, by and between Uecker & Associates, Inc. (hereinafter termed "Assignor"), as the assignee for the benefit of the creditors of OpenGrid, Inc., and AVH NewCo, Inc. (hereinafter termed "Assignee"), Assignor agreed, among other things, to transfer to Assignee all of Assignor's right, title and interest in and to the trademarks and the United States trademark applications for registration in the U.S. Patent and Trademark Office described below (hereinafter termed "Said Trademarks and Trademark Applications") entitled:

<u>Trademark</u>	<u>App. No.</u>	<u>App. Date</u>
MOBILE PLANIT	76/348,016	December 10, 2001
OPENGRID	75/826,488	October 18, 1999
MEDIAGRID	75/826,487	October 18, 1999
MAILGRID	75/826,486	October 18, 1999

WHEREAS, Assignee is desirous of acquiring Assignor's entire right, title and interest in and to Said Trademarks and Trademark Applications as successor to the business of the Assignor to which Said Trademarks and Trademark Applications relate.

NOW, THEREFORE, for good and valuable consideration, acknowledged by said Assignor to have been received in full from said Assignee, pursuant to the terms and conditions set forth in the Asset Purchase Agreement, said Assignor does hereby sell, assign, transfer and convey unto said Assignee its entire right, title and interest (a) in and to Said Trademarks and Trademark Applications together with (b) the goodwill of the business symbolized by Said Trademarks and Trademark Applications thereof.

Dated as of January 10, 2003

Uecker & Associates, Inc.,
as the Assignee for the Benefit of the Creditors
of OpenGrid, Inc.



Name: Susan L. Uecker
Title: President