

02-12-2003

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

RE



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

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

<p>1. Name of conveying party(ies):</p> <p>COBWEB, INC. 2-10-03</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: UNISOFT, INC.</p> <p>Internal Address: Paul Khodabakhsh, President</p> <p>Street Address: 14690 NE 8th St. #101</p> <p>City: Redmond State: WA Zip: 98052</p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State Washington <input type="checkbox"/> Other _____</p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</small></p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: 01/13/03</p>	

<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s)</p> <p>2,225,088</p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: John F. Rodda</p> <p>Internal Address: Inslee, Best, Doezie & Ryder, P.S.</p> <p>Street Address: 777 - 108th Ave. N.E. #1900</p> <p>City: Bellevue State: WA Zip: 98004</p>	<p>6. Total number of applications and registrations involved: 1</p> <p>7. Total fee (37 CFR 3.41).....\$ 40.00</p> <p><input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number:</p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
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DO NOT USE THIS SPACE

<p>9. Statement and signature.</p> <p><i>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.</i></p> <p>John F. Rodda Name of Person Signing</p> <p><i>[Signature]</i> Signature</p> <p>1/13/03 Date</p> <p>Total number of pages including cover sheet, attachments, and document: 2</p>

02/11/2003 EC00PER 00000244 2225088
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Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231
40.00 OP

TRADEMARK
REEL: 002669 FRAME: 0088

ASSIGNMENT OF REGISTERED TRADEMARK

WHEREAS, COBWEB, INC., assignor (hereinafter the "ASSIGNOR"), has adopted and is using the trademark, "Merchant Gateway", which has been registered in the United States Patent and Trademark Office, Registration No. 2,225,088 dated February 23, 1999; and

WHEREAS, UNISOFT, INC., assignee (hereinafter the "ASSIGNEE") is desirous of acquiring said mark and registration thereof;

NOW, THEREFORE, for sufficient, good, and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR does hereby sell, assign and transfer unto ASSIGNEE its entire right, title to and interest in said trademark and said registration, together with the goodwill of the business associated with the trademark.

Executed at Bellevue, Washington, this 13th day of JANUARY, 2002. 2003

ASSIGNOR:

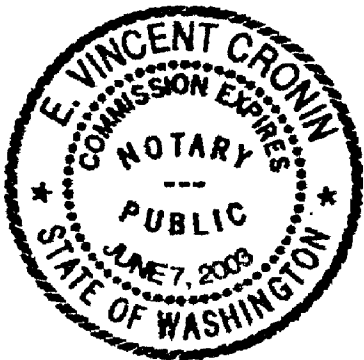
Cobweb, Inc.

Shahram H. Youssefi
Printed Name: SHAHRAM H. YOUSSEFI
Title: ~~President~~ CTO

STATE OF WASHINGTON)
) ss.
COUNTY OF KING)

On this 13th day of JANUARY, 200~~2~~³, personally appeared before me, SHAHRAM H. YOUSSEFI, to me known to be the individual named above who executed the within and foregoing instrument, and acknowledged that he signed the same as his free and voluntary act and deed, for the uses and purposes therein mentioned.

E. Vincent Cronin 18 JAN 03
Notary Public
My commission expires 07 JUN 03



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