

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
------------------	----------------

NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
-----------------------	--

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Spectra Marketing Systems, Inc.		08/23/2002	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Interactive Market Systems, Inc.
Street Address:	770 Broadway
City:	New York
State/Country:	NEW YORK
Postal Code:	10003
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 2	
Property Type	Number
Registration Number:	2663806
Registration Number:	2606614

CORRESPONDENCE DATA	
Fax Number:	(312)474-0448
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	3124746300
Email:	janderfuren@marshallip.com
Correspondent Name:	Marshall, Gerstein & Borun LLP
Address Line 1:	233 South Wacker Drive
Address Line 2:	6300 Sears
Address Line 4:	Chicago, ILLINOIS 60606-6357

ATTORNEY DOCKET NUMBER:	30527/601US & 707US
-------------------------	---------------------

NAME OF SUBMITTER:	Jill Anderfuren
--------------------	-----------------

Total Attachments: 2 source=tran1.tif source=tran2.tif
--

CH \$65.00 2663806

TRADEMARK

TRADEMARK ASSIGNMENT

THIS ASSIGNMENT is entered between SPECTRA MARKETING SYSTEMS, INC. and INTERACTIVE MARKET SYSTEMS, INC. effective as of the date of signing below.

WHEREAS, SPECTRA MARKETING SYSTEMS, INC. (hereinafter "Assignor"), a corporation organized and existing under the laws of the State of Delaware with a principal place of business at 200 West Jackson Boulevard, Suite 2800, Chicago, Illinois, 60606, is the owner of all right, title and interest in and to the trademarks listed on the attached Schedule A, including the goodwill of the business symbolized thereby, and the corresponding applications and registrations filed and issued therefor in the United States Patent and Trademark Office and in the United Kingdom Patent Office (hereinafter "the Trademarks"); and

WHEREAS, INTERACTIVE MARKET SYSTEMS, INC. (hereinafter "Assignee"), a corporation organized and existing under the laws of the State of New York with a place of business at 770 Broadway, New York, New York, 10003, desires to acquire and Assignor wishes to assign to Assignee any and all rights in and to the Trademarks and the goodwill appurtenant thereto;

NOW, THEREFORE:

In consideration of and in exchange for the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, said Assignor hereby assigns to Assignee all of its right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized thereby, the right to sue for past infringement, the right to prosecute and maintain registrations, and the U.S. and U.K. Trademark Applications and Registrations identified in Schedule A.

SPECTRA MARKETING SYSTEMS, INC.
By: Renee O'Malley
Name: Renee O'Malley
Title: Director of Marketing

Dated: Aug 23, 2002
SUBSCRIBED and SWORN to before me this 23RD
day of August, 2002.
[Signature], Notary Public
My Commission Expires: 2-21-06

593946v1



SCHEDULE A

United States Trademark Applications:

Mark	Serial No.	Filing Date	Class	Goods/Services
ADVENTORY	76/072,851	06/07/2000	9	Software for a personal computer that finds matches between an individual product advertisement, the budget allocated for advertising the individual product, and probable buying habits of an expected viewing audience of television programming in each of a quantity of time slots, the software then scheduling each of a number of different individual advertising product advertisements into the time slots
BUDGETFX	76/073,994	06/21/2000	35	Market research and media planning consultation services in the field of advertising and marketing provided via a global computer network
WEB RF	75/898,371	01/05/2000	35	Evaluation of the effectiveness of advertising and marketing plans provided via a global computer network

United States Trademark Registration:

Mark	Registration No.	Registration Date	Class	Goods
VMS	2,521,135	12/18/2001	9	Computer software for the planning of advertising and marketing

United Kingdom Registration:

Mark	Registration No.	Registration Date	Class	Goods
MEDIA ROI	2232912	10/20/2000	9	Computer software for the planning of advertising and marketing