



To the Director of the United States Patent and T

original documents or copy thereof.

102439990

5-5-03

1. Name of conveying party (ies):

Appliant.com, Inc.

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

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

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

Name: **Tonic Software, Inc.**

Internal Address: _____

Street Address: **9606 N. MoPac Expressway, Suite 900**

City: **Austin** State: **Texas** ZIP: **78759**

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

If assignment 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) and addresses attached? Yes No

3. Nature of conveyance:

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

Execution Date: February 7, 2003

4. Application number(s) or patent number(s):
A. Trademark Application No.(s)

WEB LENS 78/106337

Additional numbers attached? Yes No

B. Trademark Registration No.(s)

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

Name: **Aaron Hendelman**

Internal Address: _____

Wilson Sonsini Goodrich & Rosati

Professional Corporation

Street Address: **650 Page Mill Road**

City: **Palo Alto** State: **California** ZIP: **94304**

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

If fee is insufficient, please charge

8. Deposit account number:

23-2415 Attn.: 29198-900

(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.

Aaron Hendelman

Name of Person Signing

Signature

4/28/03

Date

Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to:
Director of the United States Patent and Trademark Office, Box Assignments
Washington, D.C. 20231

ASSIGNMENT OF TRADEMARKS

WHEREAS, Appliant.com, Inc., a Delaware corporation having a place of business at 2505 Second Avenue, Seattle, WA, 98121 ("Assignor"), has adopted and used in its business and is the sole and exclusive owner of each of the trademarks listed in Annex A attached hereto and incorporated herein by reference, all of which trademarks are registered or applied for in the United States Patent and Trademark Office under the registration or application numbers listed in Annex A (all of such trademarks, registrations and applications for registration are herein referred to as the "Trademarks");

WHEREAS, Tonic Software, Inc., a Delaware corporation having its principal place of business at 9606 N. MoPac Expy., Suite 900, Austin, Texas 78759 ("Assignee"), desires to acquire the entire right, title and interest in and to each of the Trademarks;

NOW, THEREFORE, in connection with the sale of its business and for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged by Assignor, Assignor does hereby sell, transfer, convey, assign and deliver to Assignee all of Assignor's right, title and interest in and to the Trademarks, together with the goodwill of the Business symbolized thereby.

This Assignment of Trademarks shall inure to the benefit of and be binding upon Assignee and Assignor and their respective successors and assigns.

Nothing in this Assignment of Trademarks will, or will be deemed to, modify or otherwise affect any provisions of that certain Asset Purchase Agreement among Tonic Software, Inc., a Delaware corporation and Appliant.com, Inc., a Delaware corporation, (the "Agreement") or affect or modify any of the rights or obligations of the parties under the Agreement. In the event of any conflict between the provisions hereof and the provisions of the Agreement, the provisions of the Agreement will control.

[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF, Assignor has caused its duly authorized representative to execute this Assignment of Trademarks as of this 7th day of February, 2003.

Appliant.com, Inc.

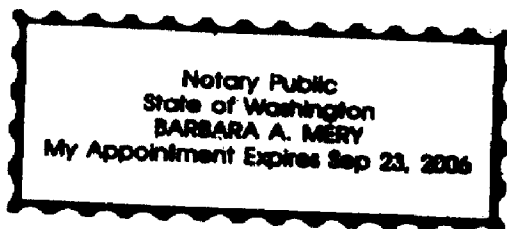
By: Robert W. Benson
Robert W. Benson, President

State of Washington
County of King

On this 7th day of Feb., 2003, before me, Barbara A. Mery, a Notary Public in and for the State of Washington, personally appeared Robert W. Benson, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Barbara A. Mery
Notary Public



ASSIGNMENT OF TRADEMARKS
SIGNATURE PAGE

TRADEMARK
REEL: 002724 FRAME: 0641

Annex A

to Assignment of Trademarks

**U.S. Trademark Registrations
and Applications Therefor**

Mark	Serial No.	Filing Date	Reg. No.	Reg. Date
Web Lens	78/106337	February 1, 2002		