



05-27-2003

RECORDATION #3

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0047 (exp. 6/30/2003) Tab settings



102456408

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

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

1. Name of conveying party(ies): Sherwood Partners, Inc. S-21-03
[] Individual(s) [] Association
[] General Partnership [] Limited Partnership
[X] Corporation-State - California
[] Other

2. Name and address of receiving party(ies)
Name: MadeToOrder.com, Inc.
Internal
Address:
Street Address: 3073 Corvin Drive
City: Santa Clara State: CA Zip: 95051

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

3. Nature of conveyance:
[X] Assignment [] Merger
[] Security Agreement [] Change of Name
[] Other

[] Individual(s) citizenship
[] Association
[] General Partnership
[] Limited Partnership
[X] Corporation-State Delaware
[] Other

Execution Date: October 22, 2002

If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [] No N/A
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? [] Yes [X] No

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

A. Trademark Application No.(s) N/A

2,506,049; 2,452,261; 2,462,934;
B. Trademark Registration No.(s) 2,511,396;
2,484,168; 2,259,173; 2,369,822;
2,297,541; 2,157,574; 1,791,458

Additional number(s) attached [] Yes [X] No

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

Name: DeAnne H. Ozaki
Internal Address: LATHAM & WATKINS LLP

6. Total number of applications and registrations involved: 10

7. Total fee (37 CFR 3.41).....\$ 265.00

[X] Enclosed
[] Authorized to be charged to deposit account

Street Address: 633 West Fifth Street Suite 4000

8. Deposit account number:

City: Los Angeles State: CA Zip: 90071

(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.

DeAnne H. Ozaki
Name of Person Signing

[Signature]
Signature

5/20/03
Date

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

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

05/27/2003 ECOOPER 00000004 2506049

01 FC:0521
02 FC:0522

40.00 OP
223.00 OP

TRADEMARK
REEL: 002739 FRAME: 0613

EXHIBIT J

ASSIGNMENT OF PROPRIETARY RIGHTS

For good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Sherwood Partners, Inc., a California corporation solely as assignee for the benefit of creditors of iPrint Technologies, inc., a Delaware corporation, and its wholly-owned subsidiary, Wood Alliance, Inc., d/b/a Wood Associates ("Seller"), does hereby grant, bargain, transfer, sell, assign and convey to MadeToOrder.com, Inc., a Delaware corporation ("Buyer"), subject to the provisions of the Asset Purchase Agreement dated as of October 22, 2002 by and between Seller and Buyer (the "Agreement"), all right, title to, and interest in the Proprietary Rights (as defined in the Agreement), including without limitation, the United States registrations for any Proprietary Rights and all extensions thereto and re-issues thereof and all foreign counterparts thereto, and all claims for damages and/or injunctive relief by reason of past or future infringement of any Proprietary Rights, by any party or parties, with the right to sue for and collect the same for its own account and use.

For the consideration set forth above, Seller, for itself and its respective successors and assigns, hereby covenants and agrees that, at any time and from time to time forthwith upon the written request of Buyer, Seller will do, execute, acknowledge and deliver or cause to be done, executed, acknowledged and delivered, each and all of such further acts, deeds, assignments, transfers, conveyances, powers of attorney and assurances as may reasonably be required by Buyer in order to assign, transfer, set over, convey, assure and confirm unto and vest in Buyer, its successors and assigns, title to the Proprietary Rights.

This Assignment of Proprietary Rights is being executed and delivered by Seller as of the 22nd day of October, 2002 pursuant to the terms of the Agreement. Executed at Palo Alto, California, this 22nd day of October, 2002.

SHERWOOD PARTNERS, INC.

By: 

Its: 