

SUBSTITUTE FORM PTO 1594
1-31-92

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Commissioner for Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): Matrix NetSystems, Inc.</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-Delaware <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): A/M Combination, Inc. 100 Superior Way, Suite 200 Boulder, CO 80027</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: <u>Delaware</u> <input type="checkbox"/> Other: _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached <input type="checkbox"/> Yes <input type="checkbox"/> No (Designation must be a separate document from Assignment)</p> <p>Additional name(s) & addresses attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</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: <u>November 13, 2003</u></p>	

<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s):</p>	<p>B. Trademark No.(s): Reg. No. 2,388,456 Reg. No. 2,435,672 Reg. No. 2,446,790</p> <p>Additional numbers attached <input checked="" type="checkbox"/> Yes <input 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>Steven A. Nash, Esq. Drinker Biddle & Reath LLP One Logan Square 18th & Cherry Streets Philadelphia, PA 19103-6996</p> <p>Attorney Docket No.: <u>149315</u></p>	<p>6. Total number of applications and registrations involved: <u>9</u></p> <p>7. Total fee (37 CFR 3.41) \$<u>360.00</u></p> <p><input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> authorized to be charged to deposit account</p> <p>8. Deposit Account Number: <u>50-0573</u> (a duplicate copy of this page is attached)</p>
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DO NOT USE THIS SPACE

9. 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.

Steven A. Nash, PA Atty. ID 85,707
Name of Person Signing


Signature

November 17, 2003
Date

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

OMB No. 0651-0011 (exp. 4/94)

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Alexandria, VA 22313-1450

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Form PTO-1594

**CONTINUATION SHEET FOR
RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

1. Name of conveying party(ies): Matrix NetSystems, Inc.	2. Name and address of receiving party: A/M Combination, Inc. 100 Superior Way, Suite 200 Boulder, CO 80027
3. Nature of conveyance: Assignment	
4. B. Trademark Registration Nos.: 2,572,063 2,523,496 2,244,176 2,474,812 2,498,418 2,531,888	

NUNC PRO TUNC ASSIGNMENT OF TRADEMARKS

WHEREAS, Matrix NetSystems, Inc., a Delaware Corporation having a place of business at 5001 Plaza by the Lake, Suite 300, Austin, Texas 78746 (hereinafter "Assignor") was the owner of the trademarks set forth on the attached Appendix 1 (hereinafter referred to as the "Trademarks");

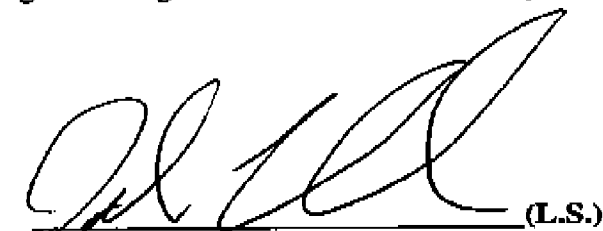
WHEREAS, A/M Combination, Inc., a Delaware Corporation, having a place of business at 100 Superior Way, Suite 200, Boulder, CO 80027 (hereinafter "Assignee"), did acquire by assignment from Assignor all right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the registrations thereof as set forth on the attached Appendix 1; and

WHEREAS, Assignor and Assignee are desirous of making this Assignment a matter of record in the U.S. Patent and Trademark Office.

NOW, THEREFORE, for good and valuable consideration, the full receipt and sufficiency of which is hereby acknowledged, and intending to be legally bound hereby, Assignor hereby acknowledges that it did on April 4, 2003 sell, assign, transfer and convey unto Assignee all of its right, title and interest throughout the world, including the United States and all foreign countries in and to the Trademarks set forth on the attached Appendix 1, including any choses in action relating to said Trademarks, claims for damages, profits and costs, both in equity and law, for any infringement or infringements of said Trademark rights accruing on or before the date of this Assignment, together with the goodwill of the business symbolized by the Trademarks, and including the registrations thereof as set forth on the attached Appendix 1, and further, Assignor hereby covenants, agrees and undertakes to execute all applications, assignments, lawful oaths and any other papers which Assignee may deem necessary or desirable for securing to Assignee or for maintaining for Assignee the Trademarks hereby assigned, all without further compensation to Assignor.

Date

11/13/2003



(L.S.)
Matrix NetSystems, Inc.
By: JOHN P. THORNBORROW, CFO

Appendix I
Registered U.S. Trademarks

Mark	Registration Number, Date
MATRIX IQ	Registration No. 2,388,456, issued 9/19/00
MATRIX INTERNET QUALITY	Registration No. 2,435,672, issued 3/13/01
MIQ	Registration No. 2,446,790, issued 4/24/01
MATRIX INFORMATION AND DIRECTORY SERVICES, INC.	Registration No. 2,572,063, issued 5/21/02
MATRIX.NET	Registration No. 2,523,496, issued 12/25/01
MIDS INTERNET WEATHER REPORT	Registration No. 2,244,176, issued 5/11/99
INTERNET WEATHER REPORT	Registration No. 2,474,812, issued 8/7/01
MATRIX INSIGHT	Registration No. 2,498,418, issued 10/16/01
M AND DESIGN	Registration No. 2,531,888, issued 1/22/02