

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	Bill of Sale
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Sand Hill Capital Special Purpose, LLC		12/18/2000	Limited Liability Company: CALIFORNIA

RECEIVING PARTY DATA	
Name:	Sand Hill Capital Special Purpose, LLC
Street Address:	3000 Sand Hill Road
Internal Address:	Suite 100
City:	Menlo Park
State/Country:	CALIFORNIA
Postal Code:	94025
Entity Type:	Limited Liability Company: CALIFORNIA

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	2366117	REALESTATE.COM

CORRESPONDENCE DATA	
Fax Number:	(704)353-3246
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	7043317546
Email:	docket@kennedycovington.com
Correspondent Name:	Michael A. Tobin
Address Line 1:	214 North Tryon Street
Address Line 2:	Hearst Tower - 47th Floor
Address Line 4:	Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER:	0020550.00019
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NAME OF SUBMITTER:	Marcia Siuda, Trademark Paralegal
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Total Attachments: 14
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**TRADEMARK
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BILL OF SALE
(Foreclosure of Assets)

THIS BILL OF SALE is made and entered into as of December 18, 2000, by and between Sand Hill Capital Special Purpose, LLC ("Seller") and delivered to Sand Hill Capital Special Purpose, LLC ("Purchaser").

RECITALS:

WHEREAS, as a result of defaults and events of default existing under the Loan Agreement (as defined below), Sand Hill had conducted a personal property foreclosure pursuant to a public sale in accordance with O.C.G.A. Section 11-9-504 (the "Foreclosure"), which foreclosure sale was held on December 18, 2000 at the office of Sand Hill's counsel, Paul, Hastings, Janofsky & Walker LLP, located at 600 Peachtree Street, NE, Suite 2400, Atlanta, Georgia 30308, (a copy of the notice of sale of personal property at public or private sale which was published, being attached hereto as Exhibit A); and

WHEREAS, pursuant to that certain Assignment by and between Seller and Sand Hill Capital II, L.P. ("Sand Hill"), dated December 18, 2000, Seller has acquired any and all interests of Sand Hill under that Loan and Security Agreement by and between Sand Hill and RealEstate.com, Inc., dated as of June 14, 2000 (as amended, the "Loan Agreement"); and

WHEREAS, pursuant to this Bill of Sale, dated of even date, between Seller and Purchaser, Seller has agreed to transfer to Purchaser pursuant to the Foreclosure, and Purchaser has agreed to accept from Seller, the assets foreclosed upon and more particularly described on Exhibit B attached hereto (the "Personal Property.");

NOW, THEREFORE, in connection with the transactions contemplated by this Bill of Sale and in consideration of Seller's obligations thereunder, it is hereby agreed as follows:

Section 1. Sale. Seller does hereby transfer and convey to Purchaser, all of the Personal Property together with all of Seller's interest in any maintenance warranties for the Personal Property. Seller represents and warrants to Purchaser that (a) Seller has the full right and authority to convey the Personal Property, and all appropriate action has been taken to permit such conveyance and transfer, and (b) Seller shall warrant and defend title to the Personal Property in Purchaser, its successors and assigns. The Personal Property is being sold as is, where is, subject only to those senior liens, claims and encumbrances identified on Exhibit C.

To the extent that Seller's rights under any warranty may not be assigned without the consent of another person or entity, which consent has not yet been obtained, the parties shall use reasonable efforts to obtain any such required consent(s) as promptly as practicable.

Section 2. Binding. This Agreement shall be binding upon and inure to the benefit of the parties and their respective successors and assigns.

IN WITNESS WHEREOF, Seller has caused this Agreement to be executed in its corporate name, all within the authority duly given by its Board of Directors as of the day and year first above written.

SAND HILL CAPITAL SPECIAL PURPOSE, LLC

By:

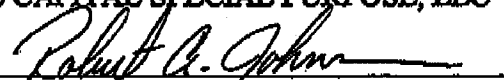

Robert Johnson

EXHIBIT A

**NOTICE OF SALE
OF PERSONAL PROPERTY
AT PUBLIC OR PRIVATE SALE**

NOTICE IS HEREBY GIVEN by Sand Hill Capital II, L.P. ("Sand Hill"), in accordance with O.C.G.A. Section 11-9-504, as the holder of and secured party under a Loan and Security Agreement by and between Sand Hill, and RealEstate.com, Inc. ("Borrower"), dated as of June 14, 2000 (as amended, the "Loan Agreement"), that on or after December 18, 2000, the property described below will be sold to the party with the highest bid, either:

(a) submitted privately, to be received on or before 5:00 p.m. (E.S.T.) December 17, 2000, by Mr. Robert Johnson, Sand Hill Capital II, L.P., 3000 Sand Hill Road, Menlo Park, California, 94025; or

(b) submitted at a public sale to be held at 10:00 a.m. December 18, 2000 at the offices of Paul, Hastings, Janofsky & Walker LLP, 600 Peachtree Street, N.E., Suite 2400, Atlanta, Georgia 30308.

Description of Property:

All goods and equipment, inventory, contract rights, general intangibles, accounts, royalties, license rights, documents, cash, securities and other investment property, instruments, chattel paper, copyrights and any money or assets of Borrower that are now or hereafter come into the possession, custody or control of Sand Hill, as defined in the Loan Agreement

The proceeds of the sale shall be applied toward the satisfaction of the indebtedness secured by said Loan Agreement together with attorneys' fees, and cost and expenses of repossession and sale. Seller reserves the right to bid at the sale. Any successful bidder shall be obligated to pay applicable sales taxes, if any, in addition to sales price at the time of sale.

Any inquiries regarding this sale should be addressed to Mr. Robert Johnson, Sand Hill Capital II, L.P., 3000 Sand Hill Road, Menlo Park, California, 94025.

Dated this 1st day of December, 2000.

Jesse H. Austin, III, Esq.

Public Notices

CONTINUED FROM LAST PAGE

DOF/Date 12/01

Our file no. OCYVE-00-00007/F14

ERNEST "A"

All that tract or parcel of land lying and being in Land Lot 253 of the 17th District of Fulton County, Georgia, and being more particularly described as follows: Beginning at a point on the Western side of Main Street 28 feet Southwesterly from the Southwesterly corner of Main Street and Rosemary Street running thence Southerly along the Western side of Main Street 80 feet to a point; thence Southwesterly 90 feet to a point; thence thence Northerly 748.7 feet to the Western side of Main Street and the Point of Beginning being improved property known as 2100 Main Street, N.W. according to the present system of subdividing tracts in the City of Atlanta, Georgia; and being the same property shown on individual plat of survey by A. S. Gicewitz and Associates, Inc. dated July 30, 1988.

DOF/Date 12/01

Our file no. OCYVE-00-00002/F74

THIS LAW FIRM IS ACTING AS A DEBT COLLECTOR ATTEMPTING TO COLLECT A DEBT. ANY INFORMATION OBTAINED WILL BE USED FOR THAT PURPOSE.

NOTICE OF SALE UNDER POWER

GEORGIA, FULTON COUNTY

Under and by virtue of the Power of Sale contained in a Security Deed given by W. James Lee and Elvora B Lee to Indefinite Mortgage Holdings, Inc., dated June 16, 1998, recorded in Deed Book 26543, Page 208, Fulton County, Georgia Records, as first confirmed to Sovereign Bank by the Superior Court of Fulton County, Georgia, following the sale described property in Volume 3 title in the original plat of survey of THREE HUNDRED THIRTY TWO THOUSAND AND 8/100 DOLLARS (\$322,000.00), with interest thereon as set forth therein, there will be sold at public outcry at the highest bidder for cash before the courthouse door of Fulton County, Georgia, within the legal hours of sale on the first Tuesday in January 2001, the following described property.

The debt secured by said Security Deed has been and is hereby assigned due because of, among other possible causes of default, failure to pay the indebtedness as and when due and in the manner provided in the Note and Security Deed. The debt remaining in default, this sale will be made for the purpose of paying the same and an expense of this sale, as provided in the Security Deed and by law, including attorney's fees (in lieu of interest to collect attorney's fees having been given).

Said property will be sold subject to any outstanding all volunteer dues (including dues which are a lien, but not yet due and payable), any matters which might be disclosed by an accurate survey and inspection of the property, any assessments, liens, unperfected, zoning ordinances, restrictions, covenants, and matters of record superior to the Security Deed first set out above.

In the best knowledge and belief of the undersigned, the only in possession of the property is James W Lee and Elvora B Lee or a tenant or tenants and said property is more commonly known as 3486 Braselton Road, Suwanee, GA 30088.

The sale will be conducted subject to (1) to confirmation that the sale is not prohibited under the U.S. Bankruptcy Code and (2) to final confirmation and such of the status of the loan with the holder of the security deed.

Sovereign Bank as Attorney in Fact for

W. James Lee and Elvora B Lee

Stanley H. McCalls
McCalls, Rayner, Peabert,
CORA, Hayes & Clark, LLC
1544 Old Atlanta Road
Roswell, Georgia 30076
(770) 453-8530
DOF/Date 12/5/00
Our file No. PFC0000000

ERNEST "A"

All that tract or parcel of land lying and being in Land Lot 311 of the 5th District of Fulton County, Georgia, being Lot 1, Block A, Decatur East 2 Subdivision, according to Plat recorded in Plat Book 145 Page 81, Fulton County Records, which plat is incorporated herein by reference. THE LAW FIRM IS ACTING AS A DEBT COLLECTOR ATTEMPTING TO COLLECT A DEBT. ANY INFORMATION OBTAINED WILL BE USED FOR THAT PURPOSE.

#1532-12/6-4

605 Public Sale & Auction

NOTICE OF PUBLIC SALE

The following vehicle is abandoned at Bobby's Auto Body Shop, with no available owner information. If not claimed by owner, vehicle will be sold at 1011 Lee St. SW Atlanta, GA 30310.

1988 Ford Ranger 1F7R10V5R0B14329

404-752-5408
#211/29-2q

NOTICE OF PUBLIC SALE

The following vehicles have been abandoned at Ingot World, 5105 Gordon Connector Road, Union City, GA 30291; phone (770) 569-9904. Vehicles will be liquidated upon if not redemmed.

1995 TOYOTA CROSSIDA
VIN:JTMZT32B80008574
ABANDONED ON SEPTEMBER 15, 2000

1996 HONDA ACCORD
VIN:JHMFA4239C063532
ABANDONED JULY 15, 2000

1995 BUICK REGAL
VIN:1G4G5J4753F010356
ABANDONED JUNE 28, 2000

#3/12/6-2q

NOTICE OF PUBLIC AUCTION BANK FORECLOSURE

RICHARD C. MATTHEWS, M.D., P.C.
8021 SANDY SPRINGS CIRCLE
ATLANTA, GEORGIA

WEDNESDAY DECEMBER 6, 2000 AT 10:00 AM

Auction consists of: Imaging and Photo Systems, Hangeon Light Operating Room Lights, Exam, Operating, Medical and Surgical Tables, Stretches, Blood Pressure Monitors, Lasers and Laser Scopes, Wheelchair, Rolling Exam Stool, Callistic Machine, TV/PCR Equipment and Monitors Plus Business, Ameteks, Defibrillators, Anesthesia Equipment, Facial Chw, Aspirator, Surgical Machines, Myle Scales, Instrument Cleaners, Endoscopes, Digital Enhancement System, Body Composition Analyzer, Emergency Stations, Computers, Printers, Monitor, defric, fax machine, imaging system 011900 system, patient and emergency call system, two-way radios, tables and desks, chairs, projectors and overhead screens, video/TV monitor systems, file cabinets, stereoscopes, sofas, mirrors, lamps, telephone system, seat heater unit 2: Deep refrigeration, microwave, commercial hot equipment, transformers, sprinker tamper deterrent system, diesel generator, and much more. INSPECTION: 3:00 AM MORNING OF SALE DIRECTIONS: 1495 TO EXIT 25 (ROSWELL ROAD) GO NORTH GO 1/2 MILE TURN LEFT ONTO HAMMOND DRIVE, BUILDING ON RIGHT CORNER OF HAMMOND DRIVE AND SANDY SPRINGS CIRCLE. LOOK FOR SIGNS TERMS: CASH, CASHIER'S CHECK OR CHECK WITH CURRENT BANK LETTER.

#3/11/29-2q

NOTICE OF SALE OF PERSONAL PROPERTY AT PUBLIC OR PRIVATE SALE

NOTICE IS HEREBY GIVEN BY Sand Hill Capital II, L.P. ("Sand Hill") in accordance with O.C.G.A. Section 11-4-504, as the holder of and secured party under a Loan and Security Agreement by and between Sand Hill, and RealMedia.com, Inc. ("RealMedia"), dated as of June 14, 2000 (as amended, the "Loan Agreement"), that on or after December 18, 2000, the property described below will be sold to the party with the highest bid, either:

(A) submitted privately, to be received on or before 5:00 p.m. (M.S.T.) December 17, 2000, by Mr. Robert Johnson, Sand Hill Capital II, L.P., 3000 Sand Hill Road, Menlo Park, California, 94025; or (B) submitted at a public sale to be held at 10:00 a.m. December 18, 2000 at the offices of Paul, Hastings, Jernoff & Walker (P.H.J.W.), 600 Peachtree Street, N.E., Suite 2400, Atlanta, Georgia 30308.

Description of Property: All goods and equipment, inventory, contract rights, general intangibles, accounts, royalties, license rights, documents, cash, securities and other investment property, instruments,

digital paper, copyrights and any money or assets of RealMedia that are now or hereafter come into the possession, custody or control of Sand Hill, as defined in its Loan Agreement.

The proceeds of the sale shall be applied toward the satisfaction of the indebtedness secured by said Loan Agreement together with attorney's fees, and cost and expense of repossession and sale. Seller reserves the right to bid at the sale. Any successful bidder shall be obligated to pay applicable sales taxes, if any, in addition to sales price at the time of sale.

Any inquiries regarding this sale should be addressed to Mr. Robert Johnson, Sand Hill Capital II, L.P., 3000 Sand Hill Road, Menlo Park, California, 94025. Contact this by e-mail at December 6, 2000.

James H. Austin, III, Esq.
#223-12/6-3q

NOTICE OF PUBLIC SALE

ForCo Mini Storage will hold a public sale to enforce a lien imposed on said property, as described below, pursuant to the Georgia Self Storage Facility Act, Georgia Code Section 10-4-910 to 10-4-915 at 2:00 P.M. on 21st of December 2000 at ForCo Mini Storage 5050 Charbon Drive, College Park, Georgia 30348.

Management reserves the right to withdraw any unit from sale. Registered or motor vehicles are sold "as is" with no title or registration.

Name Unit Contacts
Denny E. Owens #450 MISC, Items
Nadia Maria Montoya #1388 Furn
Garnet & Dymia Johnson #220 MISC. Furn, Boxes, Salesboxes
#323-12/6-2q

605 Seizure & Forfeitures

NOTICE OF SEIZURE AND FORFEITURE

STATE OF GEORGIA, 00-11-3R

THO THOUSAND SEVEN AND 00/100 IN U.S. CURRENCY (\$2,047.00)

ON OR ABOUT THE 14TH DAY OF OCTOBER 2000, AT 527 GRIFFIN ST. NW, ATLANTA, FULTON COUNTY, GEORGIA, OFFICERS OF THE FULTON COUNTY POLICE DEPARTMENT SEIZED THE ABOVE DESCRIBED PROPERTY. AT THE DATE AND TIME OF THE SEIZURE, CHRISTOPHER JOHNSON WAS IN POSSESSION OF COCAINE WITH INTENT TO DISTRIBUTE AND IN VIOLATION OF THE GEORGIA CONTROLLED SUBSTANCES ACT.

The owner of the property described above and any and all persons, corporations or other entities possessing any interest in said property must file a claim as required by O.C.G.A. § 16-12-43 within 30 days of the date of the second publication of this notice in the Fulton County Daily Report. All claims shall be filed upon Paul L. Howard, Jr., District Attorney for the Atlanta Judicial Circuit, 136 Pryor Street, Atlanta, Georgia, 30303 and shall comply with the requirements of O.C.G.A. § 16-13-43.

#162-12/6-3q

NOTICE OF SEIZURE AND FORFEITURE

STATE OF GEORGIA, 00-11-37

SIX HUNDRED SEVENTY TWO AND 00/100 IN U.S. CURRENCY (\$722.00)

ON OR ABOUT THE 6TH DAY OF OCTOBER 2000, AT 32 PEACHTREE ST. NW, ATLANTA, FULTON COUNTY, GEORGIA, OFFICERS OF THE FULTON COUNTY POLICE DEPARTMENT SEIZED THE ABOVE DESCRIBED PROPERTY. AT THE DATE AND TIME OF THE SEIZURE, DAVID LONG WAS IN POSSESSION OF COCAINE AND IN POSSESSION OF METHAMPHETAMINES WITH INTENT TO DISTRIBUTE AND IN VIOLATION OF THE GEORGIA CONTROLLED SUBSTANCES ACT.

The owner of the property described above and any and all persons, corporations or other entities possessing any interest in said property must file a claim as required by O.C.G.A. § 16-12-43 within 30 days of the date of the second publication of this notice in the Fulton County Daily Report. All claims shall be filed upon Paul L. Howard, Jr., District Attorney for the Atlanta Judicial Circuit, 136 Pryor Street, Atlanta, Georgia, 30303 and shall comply with the requirements of O.C.G.A. § 16-13-43.

#162-12/6-3q

NOTICE OF SEIZURE AND FORFEITURE

STATE OF GEORGIA, 00-11-35

SEVEN HUNDRED SEVEN AND 00/100 IN U.S. CURRENCY (\$707.00)

ON OR ABOUT THE 11TH DAY OF OCTOBER 2000, AT 902 ALLEN AVE. SW ATLANTA, FULTON COUNTY, GEORGIA, OFFICERS OF THE FULTON COUNTY POLICE DEPARTMENT SEIZED THE ABOVE DESCRIBED PROPERTY AT THE DATE AND TIME OF THE SEIZURE, CHARLES HUNTER WAS IN POSSESSION OF MARIJUANA WITH INTENT TO DISTRIBUTE AND IN POSSESSION OF COCAINE WITH INTENT TO DISTRIBUTE AND IN VIOLATION OF THE GEORGIA CONTROLLED SUBSTANCES ACT.

The owner of the property described above and any and all persons, corporations or other entities possessing any interest in said property must file a claim as required by O.C.G.A. § 16-12-43 within 30 days of the date of the second publication of this notice in the Fulton County Daily Report. All claims shall be filed upon Paul L. Howard, Jr., District Attorney for the Atlanta Judicial Circuit, 136 Pryor Street, Atlanta, Georgia, 30303 and shall comply with the requirements of O.C.G.A. § 16-13-43.

#162-12/6-3q

NOTICE OF SEIZURE AND FORFEITURE

STATE OF GEORGIA, 00-11-25

FOUR HUNDRED EIGHTY THREE AND 00/100 IN U.S. CURRENCY (\$483.00). 1988 CHEVROLET MONTE CARLO VIN#1G1E23272F014223

ON OR ABOUT THE 12TH DAY OF OCTOBER 2000, AT 1986 JOYLAND SW ATLANTA, FULTON COUNTY, GEORGIA, OFFICERS OF THE FULTON COUNTY POLICE DEPARTMENT SEIZED THE ABOVE DESCRIBED PROPERTY. AT THE DATE AND TIME OF THE SEIZURE, RAMA MANNANOR WAS IN POSSESSION OF MARIJUANA WITH INTENT TO DISTRIBUTE AND IN VIOLATION OF THE GEORGIA CONTROLLED SUBSTANCES ACT.

The owner of the property described above and any and all persons, corporations or other entities possessing any interest in said property must file a claim as required by O.C.G.A. § 16-12-43 within 30 days of the date of the second publication of this notice in the Fulton County Daily Report. All claims shall be filed upon Paul L. Howard, Jr., District Attorney for the Atlanta Judicial Circuit, 136 Pryor Street, Atlanta, Georgia, 30303 and shall comply with the requirements of O.C.G.A. § 16-13-43.

#162-12/6-3q

NOTICE OF SEIZURE AND FORFEITURE

STATE OF GEORGIA, 00-11-34

SIX THOUSAND FIFTY AND FORTY EIGHT AND 48/100 IN U.S. CURRENCY (\$6,048.48). ONE (1) TARIUS BAWM SEMI-AUTOMATIC HANDGUN SN-T050406 W/2 MAGAZINES AND 77 ROUNDS OF AMMUNITION, ONE (1) GLOCK 9MM SEMI-AUTOMATIC HANDGUN SN-B0324 W/1 MAGAZINE AND 8 ROUNDS OF AMMUNITION, ONE (1) TARIITA M10, 1471 WEIGHING SCALE AND TWO (2) RADIO SHACK FM TRANSDUCERS SN-858619 & 054620

ON OR ABOUT THE 8TH DAY OF OCTOBER 2000, AT 305 FULTON INDUSTRIAL BLVD., ATLANTA, FULTON COUNTY, GEORGIA, OFFICERS OF THE FULTON COUNTY POLICE DEPARTMENT SEIZED THE ABOVE DESCRIBED PROPERTY. AT THE DATE AND TIME OF THE SEIZURE, ROY THAMMARELL WAS IN POSSESSION OF CRACK COCAINE WITH INTENT TO DISTRIBUTE AND IN VIOLATION OF THE GEORGIA CONTROLLED SUBSTANCES ACT.

The owner of the property described above and any and all persons, corporations or other entities possessing any interest in said property must file a claim as required by O.C.G.A. § 16-12-43 within 30 days of the date of the second publication of this notice in the Fulton County Daily Report. All claims shall be filed upon Paul L. Howard, Jr., District Attorney for the Atlanta Judicial Circuit, 136 Pryor Street, Atlanta, Georgia, 30303 and shall comply with the requirements of O.C.G.A. § 16-13-43.

#162-12/6-3q

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EXHIBIT B

Mark Goods/Services	Appl. No.	Filing Date	Status
Mark: AGENTPLUS (9901-28183) INTENT TO USE <i>On-line professional real estate web site services including web site hosting in International Class 042</i>	75/915,786	2/9/00	<ul style="list-style-type: none"> • Application filed and informally assigned serial number and filing date. • Awaiting Official Filing Receipt.
Mark: REALSTATE.COM (and Design) 9901-28277 <i>Date of First Use: February 15, 1999</i> <i>Real estate mortgage, lending and valuation services in International Class 036.</i>	75/681,517	4/12/1999	<ul style="list-style-type: none"> • Office Action issued by the Trademark Office dated October 20, 1999. • Response to Office Action filed December 13, 1999. • Notice of Publication March 17, 2000. • Published for Opposition April 18, 2000. • Notes: Merger documents filed with USPTO on May 3, 2000; awaiting recordation documents.
Mark: REALSTATE.COM (9901-28278) <i>Date of First Use: February 15, 1999</i> <i>Real estate mortgage, lending and valuation services in International Class 036.</i>	75/718,994	6/7/1999	<ul style="list-style-type: none"> • Office Action issued by the Trademark Office dated December 8, 1999. • Response to Office Action due June 8, 2000. • Response and Amendment filed April 24, 2000. • Notes: Merger documents filed with USPTO on May 3, 2000; awaiting recordation documents.

Mark Goods/Services	Appl. No.	Filing Date	Status
<p>Mark: THE OFFICIAL PORTAL OF THE REAL ESTATE INDUSTRY (9901-28551)</p> <p>INTENT TO USE</p> <p><i>Electronic commerce conducted via a global computer network; namely, an on-line information source for the real estate industry in International Class 042.</i></p>	76/041,105	5/4/00	<ul style="list-style-type: none"> • Application filed and informally assigned serial number and filing date. • Awaiting Official Filing Receipt.
<p>Mark: LENDER PLUS (9901-28553)</p> <p>INTENT TO USE</p> <p><i>Electronic commerce conducted via a global computer network; namely, an on-line information source for the real estate industry in International Class 042.</i></p>	76/041,054	5/4/00	<ul style="list-style-type: none"> • Application filed and informally assigned serial number and filing date. • Awaiting Official Filing Receipt.
<p>Mark: LENDING PLUS (9901-28558)</p> <p>INTENT TO USE</p> <p><i>Electronic commerce conducted via a global computer network; namely, an on-line information source for the real estate industry in International Class 042.</i></p>	76/041,055	5/4/00	<ul style="list-style-type: none"> • Application filed and informally assigned serial number and filing date. • Awaiting Official Filing Receipt.

Mark Goods/Services	Appl. No.	Filing Date	Status
Mark: FINANCIAL PLANNER PLUS (9901-28554) INTENT TO USE <i>Electronic commerce conducted via a global computer network; namely, an on-line information source for the real estate industry in International Class 042.</i>	76/040,543	5/4/00	<ul style="list-style-type: none"> • Application filed and informally assigned serial number and filing date. • Awaiting Official Filing Receipt.
Mark: SPEED TO QUALITY (9901-28555) INTENT TO USE <i>Electronic commerce conducted via a global computer network; namely, an on-line information source for the real estate industry in International Class 042.</i>	76/040,558	5/4/00	<ul style="list-style-type: none"> • Application filed and informally assigned serial number and filing date. • Awaiting Official Filing Receipt.
Mark: INSURANCE AGENT PLUS (9901-28556) INTENT TO USE <i>Electronic commerce conducted via a global computer network; namely, an on-line information source for the real estate industry in International Class 042.</i>	76/041,160	5/4/00	<ul style="list-style-type: none"> • Application filed and informally assigned serial number and filing date. • Awaiting Official Filing Receipt.

Mark Goods/Services	Appl. No.	Filing Date	Status
<p>Mark: MORTGAGE BROKER PLUS (9901-28557)</p> <p>INTENT TO USE</p> <p><i>Electronic commerce conducted via a global computer network; namely, an on line information source for the real estate industry in International Class 042.-</i></p>	76/041,163	5/4/00	<ul style="list-style-type: none"> • Application filed and informally assigned serial number and filing date. • Awaiting Official Filing Receipt.
<p>Mark: MORTGAGE AUCTION (9901-28559)</p> <p>DATE OF FIRST USE: April 3, 1999</p> <p><i>Electronic commerce conducted via a global computer network; namely, an on line information source for the real estate industry in International Class 042.-</i></p>	76/041,104	5/4/00	<ul style="list-style-type: none"> • Application filed and informally assigned serial number and filing date. • Awaiting Official Filing Receipt.
<p>Mark: COMMERCIAL PLUS (9901-28560)</p> <p>INTENT TO USE</p> <p><i>Electronic commerce conducted via a global computer network; namely, an on line information source for the real estate industry in International Class 042.-</i></p>	76/040,527	5/4/00	<ul style="list-style-type: none"> • Application filed and informally assigned serial number and filing date. • Awaiting Official Filing Receipt.

Mark Goods/Services	Appln. No.	Filing Date	Status
<p>Mark: TRANSACTION PLUS (9901-28563)</p> <p>INTENT TO USE</p> <p><i>Electronic commerce conducted via a global computer network; namely, an on line information source for the real estate industry in International Class 042.-</i></p>	76/041,159	5/4/00	<ul style="list-style-type: none"> • Application filed and informally assigned serial number and filing date • Awaiting Official Filing Receipt.
<p>Mark: MY HOME PLANNER (9901-29270)</p> <p><i>Date of First Use: April 3, 1999</i></p> <p><i>Electronic commerce conducted via a global computer network; namely, an on line information source for the real estate industry in International Class 042.-</i></p>	76/041,155	5/4/00	<ul style="list-style-type: none"> • Application filed and informally assigned serial number and filing date • Awaiting Official Filing Receipt.
<p>Mark: MORTGAGE AUCTION PLUS (9901-29480)</p> <p>INTENT TO USE</p> <p><i>Electronic commerce conducted via a global computer network; namely, an on line information source for the real estate industry in International Class 042.-</i></p>	76/041,171	5/4/00	<ul style="list-style-type: none"> • Application filed and informally assigned serial number and filing date • Awaiting Official Filing Receipt

Mark Goods/Services	Appl. No.	Filing Date	Status
<p>Mark: BANKER PLUS (9901-29478)</p> <p>INTENT TO USE</p> <p><i>Electronic commerce conducted via a global computer network; namely, an on line information source for bankers in International Class 042.</i></p>	76/041,103	5/4/00	<ul style="list-style-type: none"> • Application filed and informally assigned serial number and filing date • Awaiting Official Filing Receipt
<p>Mark: BANKING PLUS (9901-29477)</p> <p>INTENT TO USE</p> <p><i>Electronic commerce conducted via a global computer network; namely, an on line information source for bankers in International Class 042.</i></p>	76/040,561	5/4/00	<ul style="list-style-type: none"> • Application filed and informally assigned serial number and filing date • Awaiting Official Filing Receipt
<p>Mark: APPRAISER PLUS (9901-29479)</p> <p>INTENT TO USE</p> <p><i>Electronic commerce conducted via a global computer network; namely, an on line information source for the real estate industry in International Class 042.</i></p>	76/041,157	5/4/00	<ul style="list-style-type: none"> • Application filed and informally assigned serial number and filing date • Awaiting Official Filing Receipt

11.

PATENT APPLICATIONS	Appln. No.	Filing Date	Status
Non-Provisional Patent Application for: Mortgage Auction Process Model (9901-29103)	T/B/A	4/28/00	<ul style="list-style-type: none"> Awaiting Official Filing Receipt from PTO.
PCT Patent Application for: Mortgage Auction Process Model (9901-29103 PC)	PCT/US00/11897	4/28/00	<ul style="list-style-type: none"> Must file corrected drawings by 7/6/00. Must file Article 19 Amendment.
) Provisional Patent Application for: RealEstate.com's My Home Planner	60/177,626	1/24/00	<ul style="list-style-type: none"> Can be converted to non-provisional patent application by 1/24/01.

Patentable

COPYRIGHT APPLICATION	Appl. No.	Filing Date	Status
RealEstate.com, Internet Web Site Version 1 (9901-28516)	T/B/A	3/24/00	<ul style="list-style-type: none"> Awaiting registration from Copyright Office.

Copyrights

Exhibit "C"

Senior Claims

Any and all claims by Sand Hill Capital II, L.P. ("Sand Hill") under that Loan and Security Agreement by and between Sand Hill and RealEstate.com, Inc., dated as of June 14, 2000; and

With respect to the domain name "Real.Estate.com", the claims of Mr. James Morrison, up to a maximum aggregate principal amount not to exceed \$250,000.