

Form ITO-1594  
(Rev. 03/01)  
OMB No. 0651-0027 (exp. 5/31/2002)

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

Tab settings

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

1. Name of conveying party(ies):  
Official College Sports Network, Inc.

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

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

2. Name and address of receiving party(ies)  
Name: Student Advantage, Inc.  
Internal Address: \_\_\_\_\_  
Street Address: 280 Summer Street  
City: Boston State: MA Zip: 02210

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Delaware  
 Other \_\_\_\_\_

If assignee 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) & address(es) attached?  Yes  No

3. Nature of conveyance:  
 Assignment                       Merger  
 Security Agreement               Change of Name  
 Other \_\_\_\_\_

Execution Date: 3/9/2004

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s) \_\_\_\_\_  
N/A

B. Trademark Registration No.(s) 2680904;  
2680905; 2716769

Additional number(s) attached  Yes  No


5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Richard S. Eisert, Esq.  
Internal Address: DAVIS & GILBERT LLP  
\_\_\_\_\_  
Street Address: 1740 Broadway  
\_\_\_\_\_  
City: New York State: NY Zip: 10019

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41).....\$ 90.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
502293

DO NOT USE THIS SPACE

9. Signature.  
Richard S. Eisert                                            3/9/2004  
Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments, and document: 4

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

CH \$90.00 502293 2680904

SERVICE MARK ASSIGNMENT

WHEREAS, Official College Sports Network, Inc., a corporation of the State of Delaware, having its principal address at 1776 Peachtree Road, Atlanta, Georgia 30342 (hereinafter "Assignor"), is the owner of the service marks and registrations therefor as set forth on the attached Schedule A (the "Marks"); and

WHEREAS, Student Advantage, Inc., a corporation of the State of Delaware, having its principal business address at 280 Summer Street, Boston, Massachusetts 02110-113 (hereinafter "Assignee"), desires to acquire the entire right, title and interest in and to said Marks, and said registrations.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby sell, assign and transfer to Assignee, and its successors and assigns, Assignor's entire right, title and interest in the Marks, and the registrations identified in the attached Schedule A, and any renewals thereof, together with the good will symbolized by and associated with the business conducted under said Marks, and all income, royalties, damages, and payments now or hereafter due or payable in respect thereto, and in and to all causes of action (either in law or in equity) and the right to sue, counterclaim and recover for past, present, or future infringement of the rights assigned to Assignee hereunder.

Assignor hereby agrees to promptly execute all papers and to perform such other proper acts reasonably necessary to secure to Assignee, or to its successors or assigns, the rights hereby transferred, including but not limited to Assignor's execution of assignments in recordable form in each jurisdiction where service mark registrations are issued.

IN WITNESS WHEREOF, this Service Mark Assignment has been executed effective as of March 9, 2004.

("Assignor")

OFFICIAL COLLEGE SPORTS NETWORK, INC.

By: \_\_\_\_\_

Name: R. Sorri  
Title: President

("Assignee")

STUDENT ADVANTAGE, INC.

By: \_\_\_\_\_

Name: U. Sorri  
Title: President

SCHEDULE "A"

<u>MARK:</u>	<u>REG. NO.:</u>	<u>REG. DATE:</u>	<u>COUNTRY</u>
OCSN	2680904	1/28/2003	USA
OCSN and Design	2680905	1/28/2003	USA
OFFICIAL COLLEGE SPORTS NETWORK	2716769	5/13/2003	USA