

10/20/03



10-24-2003

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings



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

102582979

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

1. Name of conveying party(ies):

MAPQUEST.COM, Inc.

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 09/24/03

2. Name and address of receiving party(ies)

Name: America Online, Inc.

Internal Address: 22000 AOL Way

Street Address:

City: Dulles State: VA Zip: 20166

- 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

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

A. Trademark Application No.(s) 75/784995 ; 75/784996

B. Trademark Registration No.(s) 2497512 , 1766567 (and others - see attachment)

Additional number(s) attached Yes No

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

Name: Douglas R. Bush

Internal Address: Arent Fox Kintner Plotkin & Kahn, PLLC

Street Address: 1050 Connecticut Avenue, NW

City: Washington State: DC Zip: 20036-5339

6. Total number of applications and registrations involved:

17

7. Total fee (37 CFR 3.41): \$ 440.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

01-2300

DO NOT USE THIS SPACE

9. Signature.

Douglas R. Bush Name of Person Signing

[Signature] Signature

Oct 20, 2003 Date

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

10/22/2003 LMUELLER 00000191 75784995

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

01 FC:0521 40.00 DP 02 FC:0522 400.00 DP

TRADEMARK REEL: 002849 FRAME: 0397

Trademark Registration Nos.:

2523221  
2496784  
2523220  
2366477  
2364696  
2292518  
2156792  
2243371  
2129378  
2523219  
2145962  
2523222  
2500767

**ASSIGNMENT**

WHEREAS, Mapquest.com, Inc. ("Assignor"), a Delaware corporation having an address of 3710 Hempland Road, Mountville, PA 17554-1542, has adopted and used in its business the marks listed on Exhibit A ("the Marks"), and has registered or applied to register the Marks in the U.S. Patent and Trademark Office;

WHEREAS, America Online, Inc. ("Assignee"), a Delaware corporation having an address of 22000 AOL Way, Dulles, Virginia 20166, is desirous of acquiring all right, title and interest in and to the Marks, and the applications and registrations thereof, together with the goodwill of the business associated with the Marks, as the successor in interest to that portion of Assignor's ongoing and existing business to which the Marks pertain;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign to Assignee all right, title and interest in and to the Marks and the applications and registration thereof, including those listed on Exhibit A, together with the goodwill of the business symbolized by the Marks.

MAPQUEST.COM, INC.

By Lauren S. Fisher

Printed Name Lauren S. Fisher

Title Assistant General Counsel

Date Sept. 24, 2003

**EXHIBIT A****APPLICATIONS**

<i>Mark</i>	<i>Serial No.</i>	<i>Filing Date</i>	<i>Class</i>
MAPWIRE.COM	75/784995	August 26, 1999	42
MAPWIRE	75/784996	August 26, 1999	42

**REGISTRATIONS**

<i>Mark</i>	<i>Registration No.</i>	<i>Registration Date</i>	<i>Classes</i>
GELOCATE	2497512	October 16, 2001	9
GELOCATE (STYLIZED)	1766567	April 20, 1993	9
MAPQUEST.COM (STYLIZED)	2523221	December 25, 2001	42,16,25,39,41
MAPQUEST.COM	2496784	October 09, 2001	9,16,25,35,39,41,42
MAPQUEST.COM & DESIGN	2523220	December 25, 2001	42,16,25,39,41
CARTOTOOLS	2366477	July 11, 2000	9
GEORELIEF	2364696	July 04, 2000	9
TRIPQUEST	2292518	November 16, 1999	39
NOVA	2156792	May 12, 1998	16
MAPWARE	2243371	May 04, 1999	9
MAPQUEST	2129378	January 13, 1998	42
MAPQUEST & DESIGN	2523219	December 25, 2001	9,35,39,41,42
MAPQUEST	2145962	March 24, 1998	42
MAPQUEST (STYLIZED)	2523222	December 25, 2001	9,16,35,39,41,42
MAPQUEST	2500767	October 23, 2001	9,16,25,35,39,41,42

TECH/194541.1  
8/20/03 04:04 PM