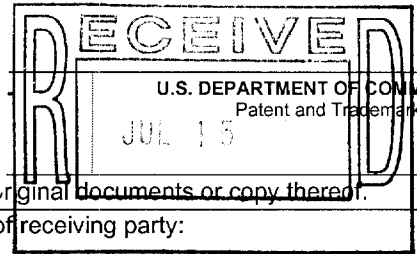


07-19-1999



FORM PTO-1595
1-31-92

RECO



Docket No.

101094217

To the Honorable Commissioner of Patents and Trademarks, original documents or copy thereof.

1. Name of conveying party(ies): SCOOP, INC
7-15-99

Individual Association
 General Partnership Limited Partnership
 Corporation State: _____
 Other

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

2. Name and address of receiving party:
Name: SOLUTIONS CORPORATION OF AMERICA, INC.
Internal Address: _____
City: _____ State: _____ Zip: _____
Street Address: 631 2nd Avenue South, Suite 2F
City: Nashville State: Tennessee Zip: 37210

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Corrected Assignment (Ex. A) to correct Serial Numbers that were previously recorded on Reel 1857, Frame 0947

Individual(s) Citizenship _____
 Association _____
 General Partnership
 Limited Partnership
 Corporation State Tennessee
 Other

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or Trademark number(s):
If this document is being filed together with a new application, the execution date of the application is: _____

A. Trademark Application No(s): _____ B. Trademark No(s): See attached Corrected Exhibit A

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: SAMUEL B. STONE
Internal Address: LYON & LYON LLP
633 West Fifth Street, Suite 4700
Los Angeles, CA 90071-2066
Phone: (714) 751-6606

6. Total number of applications and trademarks involved: 5

7. Total fee (37 CFR 3.41): \$140.00
 Enclosed
 Charge this Deposit Account if any additional fee is required

8. Deposit Account Number: 12-2475

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.

Samuel B. Stone

SAMUEL B. STONE - Reg No. 19,297

Date: July 12, 1999

Total number of pages including cover sheet: 8

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

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks

Box Assignments

Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503

07/16/1999 DNGUYEN 00000268 2059271

01 FF:481 40.00 DP
02 FF:482 100.00 DP

EXHIBIT A

Docket	Mark	Reg. No.	Reg. Date	Serial No./ Filing Date
220/047	SCOOP	2,059,271	05/06/97	75/108,466 05/23/96
227/034	SCOOP! & Design			75/352,967 09/08/97
227/033	SCOOP			75/352,968 09/08/97
231/150	INTELLISEARCH			75/414,331 08/06/98
231/274	INTELLISEARCH & Design			75/423,300 01/26/98

CORRECTED EXHIBIT A

MEB 2-16-99

02-19-1999

FORM PTO-1595
1-31-92

RECC



T

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Docket No.

100967097

To the Honorable Commissioner of Patents and Trademarks. Please return _____ original documents or copy thereof.

1. Name of conveying party(ies): SCOOP, INC.

Individual Association
 General Partnership Limited Partnership
 Corporation State: _____
 Other

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

2. Name and address of receiving party:
Name: SOLUTIONS CORPORATION OF AMERICA, INC.
Internal Address: _____
City: _____ State: _____ Zip: _____
Street Address: 631 2nd Avenue South, Suite 2F
City: Nashville State: Tennessee Zip: 37210

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
Execution Date: 01/31/99

Individual(s) Citizenship _____
 Association _____
 General Partnership
 Limited Partnership
 Corporation State Tennessee
 Other

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or Trademark number(s):
If this document is being filed together with a new application, the execution date of the application is: _____

A. Trademark Application No(s): _____ B. Trademark No(s): See attached Exhibit A

Additional numbers attached? Yes No

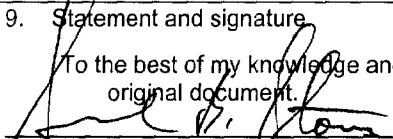
5. Name and address of party to whom correspondence concerning document should be mailed:
Name: SAMUEL B. STONE
Internal Address: LYON & LYON LLP
633 West Fifth Street, Suite 4700
Los Angeles, CA 90071-2066
Phone: (714) 751-6606

6. Total number of applications and trademarks involved: 5

7. Total fee (37 CFR 3.41): \$140.00
 Enclosed
 Charge this Deposit Account if any additional fee is required

8. Deposit Account Number: 12-2475

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.

SAMUEL B. STONE - Reg No. 19,297 Date: February 11, 1999

Total number of pages including cover sheet: 4

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

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

02/19/1999 SBURMS 00000003 2059271
01 FC:481 40.00 OP
02 FC:482 100.00 OP

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503

EXHIBIT A

Docket	Mark	Reg. No.	Reg. Date	Serial No./ Filing Date
220/047	SCOOP	2,059,271	05/06/97	75/108,466 05/23/96
227/034	SCOOP! & Design			75/552,967 09/08/97
227/033	SCOOP			75/352,968 09/08/97
231/150	INTELLISEARCH			75/424,331 08/06/98
231/274	INTELLISEARCH & Design			75/243/300 01/26/98

ASSIGNMENT AGREEMENT

THIS AGREEMENT is made this 31 day of January 1999, by and between Scoop, Inc., a California corporation having an address of 1800 Century Park East, Suite 600, Los Angeles, California 90067 (The "Assignor") and Solutions Corporation of America, Inc., a Tennessee Corporation, having an address of 631 2nd Avenue South, Suite 2-F, Nashville, Tennessee 37210 (the "Assignee").

WITNESSETH:

WHEREAS, the Assignor is the owner of all right, title and interest in the trademarks and, United States Registrations therefor, listed on Exhibit A hereto (the "Trademarks").

WHEREAS, the Assignee has acquired certain assets of Assignor including said Trademarks and Assignor is willing to transfer the same to Assignee.

NOW, THEREFORE, in consideration of the mutual promises, covenants and conditions contained herein, it is hereby agreed as follows:

Assignor does hereby assign unto said Assignee, all right, title and interest in and to the said Trademarks, including the registrations and applications thereof, together with any and all goodwill of the business symbolized by the Trademarks, including the right to sue and recover for past infringement thereof.

THIS AGREEMENT represents the entire understanding between the parties hereto with respect to the subject matter hereof and supersedes all previous representations, understanding or agreements, oral or written, between the parties with respect to the subject matter hereof and cannot be modified except by a written instrument signed by the parties hereto.

BY ITS EXECUTION below, Assignor has agreed to all of the terms and conditions of this Agreement.

Scoop, Inc.

By: 

Title: CEO

Date: 1/31/99