

02-02-2000



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- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year

- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name AgeWave Impact, Inc. Execution Date
Month Day Year
12 20 1999

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name PaineWebber Incorporated

DBA/AKA/TA _____

Composed of _____

Address (line 1) 1285 Avenue of the Americas

Address (line 2) _____

Address (line 3) New York NY USA 10019
City State/Country Zip Code

- Individual General Partnership Limited Partnership Association

Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Delaware

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

02/01/2000 TTOM11 00000077 75631279

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D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503.
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Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK
REEL: 002014 FRAME: 0763

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

(201) 352-6341

Name

John J. Burke, Esq.

Address (line 1)

PaineWebber Incorporated

Address (line 2)

1200 Harbor Boulevard, 10th Floor

Address (line 3)

Weehawken, New Jersey 07087

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

4

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

75631179

Number of Properties

Enter the total number of properties involved.

#

1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

40.00

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

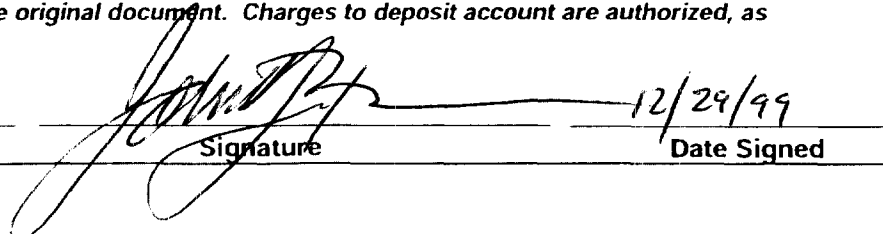
No

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. Charges to deposit account are authorized, as indicated herein.

John J. Burke, Esq.

Name of Person Signing



Signature

12/29/99

Date Signed

**ASSIGNMENT OF TRADEMARKS
BETWEEN
AGE WAVE IMPACT, INC.
AND
PAINWEBBER INCORPORATED**

WHEREAS, AGE WAVE IMPACT, INC., a corporation of the State of Delaware, with offices located at 2000 Powell Street, Suite 1180, Emeryville, California 94608 (hereinafter called the "Assignor"), has adopted and used in its business, the trademark identified in Schedule "A" attached hereto (hereinafter called the "Mark"); and

WHEREAS, PAINWEBBER INCORPORATED, a corporation of the State of Delaware, with offices located at 1285 Avenue of the Americas, New York, New York (hereinafter called the "Assignee") is desirous of acquiring all right, title and interest in and to the Mark, including the application for registration thereof, that portion of the business associated therewith and the attendant goodwill symbolized by the Mark:

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor does assign, transfer and set over unto said Assignee all of Assignor's rights, title and interest in and to the Mark, the application for federal registration thereof, and registration and/or renewal thereof, in and to all goodwill symbolized by and associated with the business conducted under the Mark and any part thereof, all income, royalties, judgments and payments now or hereafter due to **AGE WAVE IMPACT, INC.** or payable in

respect thereto, and in and to all causes of action, either in law or equity, for past, present or future infringement based on the Mark which have been or could be asserted by **AGE WAVE IMPACT, INC.**

SCHEDULE A

Trademark

Serial Number

Forum

BEST YEARS

75/631,179

Federal

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be

signed and become effective on the date set forth below.

PAINWEBBER INCORPORATED

AGE WAVE IMPACT, INC.

By: [Signature]

By: [Signature]

Name: John J. Burke

Name: William J. Burkart

Title: Corporate Vice President

Title: PRESIDENT & CEO

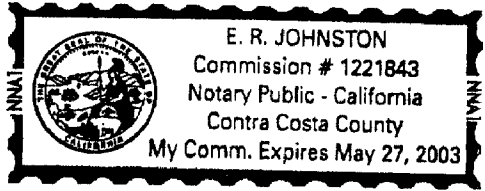
Date: 12/27/99

Date: 12/20/99

STATE OF CALIFORNIA)
)ss.
COUNTY OF Alameda)

On December 20, 1999 before me personally appeared William Burkart who holds the office of CEO of Age Wave IMPACT, Inc., personally known to me to be the person whose name is subscribed to the written instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.



Signature [Signature]
Notary Public