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101334138

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

1. Name of conveying party:
MICROSOFT CORPORATION

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

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party:

Name: CARPOINT.COM LLC

Internal Address: _____

Street Address: 1700 BANK OF AMERICA PLAZA

City: LAS VEGAS State: NV ZIP: 89101

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Dates:
 1) March 23, 2000 3) _____
 2) _____ 4) _____

Individual(s) citizenship _____
 Association
 General Partnership Limited Partnership
 Corporation - State _____
 Other LIMITED LIABILITY COMPANY ORGANIZED UNDER THE LAWS OF THE STATE OF NEVADA

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).
SEE ATTACHED "SCHEDULE OF TRADEMARKS"

Additional numbers attached? Yes No

B. Trademark Registration No(s).
4.3.00

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

Name: WILLIAM O. FERRON, JR.

Internal Address: SEED INTELLECTUAL
PROPERTY LAW GROUP PLLC

Street Address: 701 FIFTH AVENUE, SUITE 6300

City: SEATTLE State: WA ZIP: 98104-7092

6. Total number of applications and registrations involved.....4

7. Total Fee (37 CFR 3.41):\$115.00
 Enclosed
 Authorized to be charged to deposit account

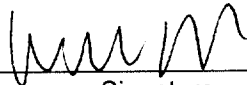
8. Deposit account number:
19-1090
(Attach duplicate copy of this page if paying by deposit account)

04/26/2000 DNGUYEN 00000133 75818821

01 FC:481 40.00 OP
02 FC:482 75.00 OP

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.

WILLIAM O. FERRON, JR.  3-27-00
 Name of Person Signing Signature Date

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

SCHEDULE OF TRADEMARKS

UNITED STATES APPLICATIONS

<u>Mark</u>	<u>Serial No.</u>	<u>Filing Date</u>
CARPOINT	75/818,821	October 7, 1999
CARPOINT	75/115,682	June 7, 1996
DEALERPOINT	75/712,972	May 24, 1999
DEALERPOINT	75/712,971	May 24, 1999

ASSIGNMENT

WHEREAS, Microsoft Corporation, a Washington corporation, has adopted and used in its business the marks set forth in the SCHEDULE OF TRADEMARKS annexed hereto and made part hereof (hereinafter the TRADEMARKS);

WHEREAS, Carpoint.com, LLC, a limited liability company organized under the laws of the State of Nevada having a place of business at 1700 Bank of America Plaza, 300 South Fourth Street, Las Vegas, Nevada 89101, is desirous of acquiring the TRADEMARKS in conjunction with its purchase from Microsoft Corporation of the business to which the TRADEMARKS relate.

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN:

Be it known that for and in consideration of One Dollar (\$1.00) and other good and valuable consideration to it paid, the receipt and sufficiency of which are hereby acknowledged, Microsoft Corporation, by these presents, does sell, assign and transfer unto Carpoint.com, LLC the entire right, title and interest in and to the TRADEMARKS and the goodwill of the business in connection with which the TRADEMARKS relate and all claims for damages by reason of past infringement of the TRADEMARKS, and the right to sue for and collect such damages.

MICROSOFT CORPORATION

March 23, 2000
Date

Katie E. Sako
Katie E. Sako
Assistant Secretary

State of Washington
County of King

I certify that I know or have satisfactory evidence that Katie E. Sako signed this instrument, on oath stated that she was authorized to execute the instrument, and acknowledged it as the Assistant Secretary for Microsoft Corporation to be the free and voluntary act of such corporation for the uses and purposes mentioned in the instrument.

Dated 3/23/2000

Karen L. Reule
Notary Public
My appointment expires 5/8/02



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