



11-30-2000

U.S. Patent & TMOfo/TM Mail Rcpt Dt. #01

12-28-2000



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Handwritten: 11-30-00

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- 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

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

- Individual General Partnership Limited Partnership 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.)
- Corporation Association
- Other

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, 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. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002200 FRAME: 0946

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

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

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

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)

<input type="text" value="75577186"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

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<input type="text"/>	<input type="text"/>	<input type="text"/>
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Number of Properties

Enter the total number of properties involved. #

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$

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 W. Provo

11-30-00

Name of Person Signing

Signature

Date Signed

RELEASE OF LIEN ON TRADEMARKS

WHEREAS, by a certain Collateral Assignment of Trademarks (the "Assignment") dated December 2, 1999, by POPMAIL.COM, INC., a Minnesota corporation, ("Assignor"), to THE HILLSTREET FUND, L.P., a Delaware limited partnership, ("Assignee"), which Assignment was recorded with the United States Patent and Trademark Office on _____, at Reel 002029 Frame 0252, Assignor granted to Assignee a security interest in and lien on those trademarks owned by Assignor and set forth on Schedule A hereto; and

WHEREAS, Assignee desires to release its security interest in and lien on the trademarks set forth on Schedule A hereto;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignee does hereby release its security interest in and lien on the trademarks set forth on Schedule A hereto and reassigns to Assignor all right, title and interest of Assignee in and to such trademarks.

THE HILLSTREET FUND, L.P.
a Delaware limited partnership

By: HILLSTREET CAPITAL INC.
Its: Investment Manager

By: *Christian L. Meininger*
Name: Christian L. Meininger
Its: President

STATE OF OHIO)
) SS:
COUNTY OF HAMILTON)

On this 28th day of November, 2000, before me personally appeared Christian L. Meininger, the President of HillStreet Capital, Inc., the Investment Manager of The HillStreet Fund, L.P., who signed this instrument and acknowledged that he/she signed it as a free act on behalf of The HillStreet Fund, L.P.

Caryl B. Simpson
Notary Public

CARYL B. SIMPSON
Notary Public, State of Ohio
My Commission Expires Jan. 28, 2003

EXHIBIT A

List of Trademarks and Tradenames

<u>TRADEMARK</u>	U. S. PATENT AND TRADEMARK OFFICE <u>SERIAL NUMBER</u>	<u>DATE FILED</u>
POPMAIL NETWORK	N/A	N/A
POPMAIL	75577186	October 26, 1998

TRADENAMES

POPMAIL.COM, INC.