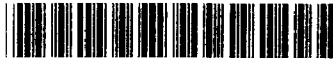


06-18-2001



101719409

6-15-01

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
11/03/2000
- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name realLegal.com, Inc. Execution Date
Month Day Year
06/05/2001

Formerly _____

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association

Other _____

Citizenship/State of Incorporation/Organization DE / USA

Receiving Party

Mark if additional names of receiving parties attached

Name Law.com Holdings, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 153 Kearny Street

Address (line 2) 6th Floor

Address (line 3) San Francisco CA / USA Zip Code 94108

- Individual
- General Partnership
- Limited Partnership

- Corporation
- Association

Other _____

Citizenship/State of Incorporation/Organization DE / USA

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.)

FOR OFFICE USE ONLY

06/18/2001 GTDM11 00000131 76159661

01 FC:481 40.00 DP
02 FC:484 120.00 DP

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

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)

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.) #

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.

Kristine M. Miller, Esq.

Kristine M. Miller

June 11, 2001

Name of Person Signing

Signature

Date Signed

Trademark Assignment

This Trademark Assignment, effective November 3, 2000, is made by and between realLegal.com, Inc., a Delaware corporation, U.S.A., with an address at 6000 East Evans Avenue, Building 35, Denver, Colorado 80222 ("ASSIGNOR"); and Law.com Holdings, Inc., a Delaware corporation, U.S.A., with an address at 153 Kearny Street, 6th Floor, San Francisco, California 94108 ("ASSIGNEE").

WHEREAS, ASSIGNOR, wishes to assign all rights, title and interest it may have, including trademark, service mark, and trade name rights, in and to U.S. Application Ser. No. 76/159,661 – REALLEGAL, including any U.S. registration that issues from it, all common law rights associated with it, and all good will associated by it (collectively referred to as the "Mark"); and

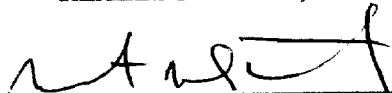
WHEREAS, ASSIGNEE, as successor to the business of ASSIGNOR, which is ongoing and existing, pursuant to Section 10 of the Lanham Act, 15 U.S.C. Section 1060, wishes to acquire all rights, title and interest in and to the Mark; and

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which the parties hereby acknowledge, the parties agree as follows:

1. ASSIGNOR hereby assigns to ASSIGNEE all of its rights, title and interest in and to the Mark, together with all of the goodwill in the Mark, worldwide;
2. ASSIGNOR further assigns to ASSIGNEE the right to sue for past infringement of the Mark, and to recover and hold all damages, profits and other compensation arising therefrom, worldwide;
3. The ASSIGNOR shall cooperate with ASSIGNEE, at no additional compensation, by executing any and all papers; by providing affidavits; giving testimony; and doing any and all acts which ASSIGNEE may determine necessary, in its reasonable discretion, to carry out the intent of this assignment and to enforce ASSIGNOR's trademark rights against third parties; and
4. This Agreement may be executed simultaneously in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.


REALLEGAL.COM, INC.

Date: June 5, 2001

By: 
Name: Martin Steinberg
Title: President

On this 5 day of June, 2001, before me, a notary public in and for said county, appeared Martin Steinberg, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument, and acknowledged that he signed, sealed and delivered the same instrument as a free and voluntary act for the uses and purposes therein set forth.

Witness my hand and official seal.


Notary Public

My commission expires: 6/18/02

Accepted:

LAW.COM HOLDINGS, INC.

By: William J. Feid
Name: William J. Feid
Title: CEO + President

STATE OF COLORADO)
COUNTY OF ARAPAHOE) ss.

On this 5 day of JUNE, 2001, before me, a notary public in and for said county, appeared William J. Feid, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument, and acknowledged that he signed, sealed and delivered the same instrument as a free and voluntary act for the uses and purposes therein set forth.

Witness my hand and official seal.

Ce J. Walters
Notary Public

My commission expires: 6/18/02

STATE OF COLORADO)
COUNTY OF ARAPAHOE) ss.

2685589_3