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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):
Leep Technology, Inc.

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

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

2. Name and address of receiving party(ies)
Name: Amazon.com, Inc.
Internal
Address: _____
P.O. Box 81226
Street Address: _____
City: Seattle State: WA Zip: 98108

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

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: July 17, 2001

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)

B. Trademark Registration No.(s)
2,271,202; 2,300,513; 2,104,718;
2,114,771; 2,114,777

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Kathryn K. Navarro
Internal Address: Legal Dept/Pac Med

Street Address: P. O. Box 81226

City: Seattle State: WA Zip: 98108

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41).....\$ 140.00

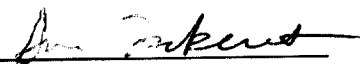
Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
500989

(Attach duplicate copy of this page if paying by deposit account)

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.

Susan Takemoto, Asst. Secretary  July 18, 2001
Name of Person Signing Signature Date

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

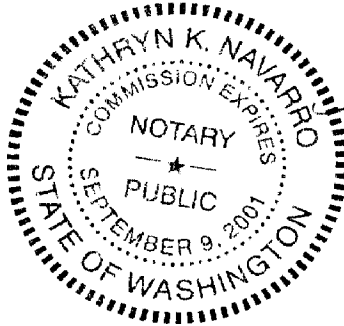
08/02/2001 DBYRNE 00000255 500989 2271202
01 FC:481 40.00 CH
02 FC:482 100.00 CH

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002339 FRAME: 0095

described in and which executed the foregoing instrument, that he has signed said instrument as a free act on behalf of said corporation, and that he has the authority to act on behalf of, and bind, said corporation.

SUBSCRIBED AND SWORN to before me on the date stated above.



Kathryn K. Navarro
Kathryn K. Navarro
NOTARY PUBLIC in and for the State of
Washington, residing at Kirkland
My Appointment Expires: 9/9/2001

EXHIBIT 1

UNITED STATES TRADEMARK REGISTRATIONS

Trademark	Registration No.	Registration Date
TIMESTAR	2,271,202	August 17, 1999
TIMEEXPLORER	2,300,513	December 14, 1999
STAR TRACKER	2,104,718	October 14, 1997
IF . .	2,114,771	November 18, 1997
IF . . (Design)	2,114,777	November 18, 1997

EXHIBIT 2

EUROPEAN COMMUNITY TRADEMARK REGISTRATION

Trademark	Registration No.	Registration Date
IF .. (Design)	000384321	January 7, 1999