



12-05-2001



101907142

copy thereof.

To the Assistant Commissioner for Trademarks

1. Name of conveying party(ies):
 Rx Remedy, Inc.
 Individual(s) Association
 General Partnership Limited liability company
 Corporations of Delaware
 Other Bill of Sale
 Additional name(s) & address(es) attached? Yes No

2. Name and address of receiving party(ies):
 Name: Medizine, Inc.
 Street Address: 298 Fifth Avenue
 City New York State New York Zip 10001
 Individual(s) citizenship _____

U.S. Patent & TMO/TM Mail Rcpt. Dt. #57

 11-28-2001

3. Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
 Execution Date: May 18, 2001

Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation - New York
 Other _____
 If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No
 (Designation 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)
40E
 Additional numbers attached? Yes No

B. Registration No.(s)
 1. Reg No.: 2,343,951 Reg. Date: April 18, 2000
RX REMEDY
 2. Reg No.: 2,224,736 Reg. Date: February 16, 1999
THE REMEDY HEALTHCARE AUDIT & Design

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Norman H. Zivin
 Internal Address: Cooper & Dunham LLP
 Street Address: 1185 Avenue of the Americas
23rd Floor
 City: New York State: New York ZIP 10036

6. Total number of applications involved: 6
 7. Total fee (37 CFR 3.41): \$ 165.00
 Enclosed
 Authorized to be charged to deposit account
 8. Deposit account number:
03-3125
 (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.
Norman H. Zivin November 21, 2001
 Name of Person Signing Signature Date
 Total Number of pages including cover sheet: 2

OMB No. 0651-0011 (exp. 4/94)
 Do not detach this portion
 Mail documents to be recorded with required cover sheet information to:
 12/04/2001 DBYRNE 00000095 2343951
 01 FC:481 40.00 DP
 02 FC:482 125.00 DP
 Commissioner of Patents and Trademarks
 Box Assignments
 Washington, D.C. 20231

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4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Registration No.(s)

- | | |
|--|---|
| | <p>3. Reg No.: 2,265,540 Reg. Date: July 27, 1999
REMEDY & Design</p> <p>4. Reg No.: 2,158,927 Reg. Date: May 19, 1998
REMEDY RESULTRACK & Design</p> <p>5. Reg No.: 1,775,875 Reg. Date: June 8, 1993
REMEDY & Design</p> <p>6. Reg No.: 1,770,794 Reg. Date: May 11, 1993
RX REMEDY</p> |
|--|---|

BILL OF SALE

KNOW ALL MEN BY THESE PRESENTS, that as of the close of business on May 18, 2001, Rx Remedy, Inc., RxRemedy Health Informatics, Inc. and RxRemedy Communications, Inc., the debtors-in-possession in Case Nos. 00-51498 et al. pending in the U.S. Bankruptcy Court, District of Connecticut (collectively, the "Debtors"), for good and valuable consideration received on behalf of Medizine, Inc. (the "Transferee") and Acurian, Inc., does hereby sell, convey and transfer, assign and deliver to Transferee, pursuant to the ORDER UNDER 11 U.S.C. §§363, 365 AND 1146(c) AND FED. R. BANKR. P. 6004 AND 6006(A) APPROVING SALES OF ASSETS, FREE AND CLEAR OF ALL LIENS, CLAIMS, AND ENCUMBRANCES (B) DETERMINING THAT SALES ARE EXEMPT FROM ANY STAMP, TRANSFER, RECORDING OR SIMILAR TAX (C) CONTINUING HEARING ON DEBTORS MOTION TO ASSUME AND ASSIGN CERTAIN EXECUTORY CONTRACTS AND (D) REJECT OR RETAIN EXECUTORY CONTRACTS entered by the U.S. Bankruptcy Court, District of Connecticut on May 11, 2001 (the "Order"), the properties, rights and assets set forth in Exhibit A attached hereto and made a part hereof (the "Assets").

The Debtors transfer the Assets to the Transferee free and clear of all interests, liens, claims or encumbrances, as provided in the Order. Such transfer shall be as is, where is, without representation or warranty, as provided in the Order.

IN WITNESS WHEREOF, the Debtors, intending to be legally bound, have each executed and delivered, or caused to be duly executed and delivered on their respective behalfs by their duly authorized representatives, this Bill of Sale as of the day and date first above set forth.

Rx Remedy, Inc.

By: K. Spaul
Its Chairman & CEO

RxRemedy Health Informatics, Inc.

By: K. Spaul
Its President

RxRemedy Communications, Inc.

By: K. Spaul
Its President

TRADEMARK

REEL: 002402 FRAME: 0501

NY 09'01 13:45 FR REID&RIEGE

880 240 1888 TO 29#000#92758299# P.02/05

3428 From

T-588 P.008/011 F-055

**Exhibit A
 Asset List**

All assets used or otherwise employed in the operation of the business of Remy Magazine and the Remy Consumer Healthcare Database, including without limitation, the following:

Equipment

Remy Magazine Technology Inventory - 5/7/01

Description	Quantity	Notes
Apple Macintosh G3 Tower	2	1 Leased - Finance Lease # 80105378, expires 7/31/02
Apple Macintosh G4 Tower	2	
Neilsen Multigraphics desk 21" Monitor	3	
Sony Multigraphics 500PS 21" Monitor	1	
Apple Powerbook G3 (Alissa Zukasik, Carol Roy)	2	
IBM Thinkpad 2600 (John Ringwald)	1	
IBM Thinkpad 6000 (Nathalie Bell)	1	
IBM Thinkpad Tablet (Barry Goldberg, Mark Branch, Sergio Suarez, Brian Ragan, Terry Spizziri, Chris Grass)	8	Leased from Finance #80228240, expires 5/31/02
Dell Dimension XPS 8200 w/ 17" Dell UltraSharp Monitor (Main Garage)	1	
External Zip Drive	5	
External Jazzer Drive	1	
HP Laserjet 8200 Printer	1	
HP Laserjet 4600TN Printer	1	
Epson XL 1200 Color Printer	1	
Apple Airport II Color Wireless Scanner	1	
Juicer 6000 Fax	1	
Mitsumi CP710 color copier/printer and Flery ZK300	1	Leased from Merrill
Software		
Adobe Photoshop	5	
Adobe Illustrator	5	
Corel Quark	5	
Adobe Acrobat PDF	2	
Drawings	1	
Font	1	
Infrastructure		
10/100Mb Cables 6400 Network switch	1	
Secured Firewall	1	
1.5Mb DSL Internet Connection	1	
Dell Poweredge Server 1200, 128Mb Ram, 80GB NT 4.0	1	

Additionally,

Windows NT server software
ACT contact database software
Customary office software: email, word processing, spreadsheet
and accounting.

Furniture and Fixtures

<u>Item</u>	<u>Qty</u>
Desks & Chairs	
Desks	21
Desk and Return	18
Burche	8
Chairs, Desk with arms	16
Chairs, Desk no arms	4
Visitor chairs	10
Bookcase and File Cabinets	
Bookcase, 2 Door Double	2
Bookcase - 3 shelf wood	1
Bookcase - 6 shelf metal	4
Bookcase - 6 shelf wood	2
Cabinet - 2 door	1
File cabinet - 2 drawer - metal	1
File cabinet - 3 drawer - metal	2
File cabinet - 4 drawer - metal	2
File cabinet - 5 drawer - metal	2
File cabinet - 3 drawer - wood	29
Misc	
Storage Shelves	5

05/09/01 WED 13:33 [TX/RX NO 5697]

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060 240 1000 TO 29#000#92750299# P.04/05

09:38am From-

T-500 P.010/011 F-065

Wall shelves	4
Light table	1
Round conference table	2
16 Wire Storage Cubes	16
6 x 2 Partition	1
6 x 2 1/2 Partition	1
6 x 3 Partition	5
6 x 4 Partition	4
6 x 5 Partition	3
5 1/2 x 3 Partition	2
5 1/2 x 4 Partition	4
5 1/2 x 5 Partition	3
5 x 3 Partition	3
5 x 5 Partition	1
5 x 5 Partition	3
Waste baskets	20

All partition systems, workstations, and other assets included within the leased premises

Other Assets

Names/Marks: RxRemedy, Remedy, Remedy Magazine and all other titles, names, trade names, trademarks, servicemarks, and copyrights used by or otherwise associated with the publication.

- Databases**
- 1.Subscriber file 1.1M minimum
 - 2.Subscriber prospect and non-renew databases
 - 3.Advertiser database (clients and prospects)
 - 4.Database Marketing database (clients and prospects)
 - 5.Editorial/Art freelance and contributor pool database

Content All rights to back issues. Previously published, unpublished and work in process, including all content prepared for Mar/Apr 2001 and May/Jun. 2001 issues. Content includes but is not limited to: art, edit, photos and editorial in electronic and/or printed format.

Back Issues Published bound publications (going back at least one year).

Collateral All electronic and printed marketing materials used to support the sales and marketing of Remedy

Nov-20-01 06:50pm From-MEDIZINE

05/11/01 08:51 FAX 860 275 8299

+1-212-605-2936
ROBINSON & COLE LLP

T-158 P.008/012 F-244

40000

MAY 09 '01 13:45 FR REID&RIEGE

860 240 1000 TO 29#000#92758299# P.05/01
T-500 P.011/011 F-065

08:05am From:

Magazine, and all database marketing collateral
materials.

The Remedy-on-Line companion website

CIDOCs:1002224

RxRemedy, Inc.
U.S. Trademark Deadlines
8/31/01

DATE ACTION REQUIRED BY	MARK	REGISTRATION	DATE REGISTERED	REMARKS
5/11/03	\ RX REMEDY	1,770,794	5/11/93	Renewal due
6/8/03	\ R x REMEDY and Design	1,775,8 ⁷ 25	6/8/93	Renewal due
5/19/04	REMEDY RESULTTRACK, plus design	2,158,927	5/19/98	Affidavit of Continued Use due
5/26/04	DOHEALTH	2,160,617	5/26/98	Affidavit of Continued Use due
2/16/05	THE RXEMEDY HEALTHCARE AUDIT, plus design	2,224,736	2/16/99	Affidavit of Continued Use due
7/27/05	\ REMEDY, plus design	2,265,540	7/27/99	Affidavit of Continued Use due
4/18/06	\ RX REMEDY	2,343,951	4/18/00	Affidavit of Continued Use due
5/19/08	REMEDY RESULTTRACK, plus design	2,158,927	5/19/98	Renewal due
5/26/08	DOHEALTH	2,160,617	5/26/98	Renewal due
2/16/09	THE RXEMEDY HEALTHCARE AUDIT, plus design	2,224,736	2/16/99	Renewal due
7/27/09	\ REMEDY, plus design	2,265,540	7/27/99	Renewal due
4/18/10	\ RX REMEDY	2,343,951	4/18/00	Renewal due