

01-15-2002



RECORDED 101946133 TRADEMARK

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

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

Tab settings

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

1. Name of conveying party(ies): Chatfish, Inc. 1/5/02
Individual(s) Association
General Partnership Limited Partnership
Corporation-State
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Cordova Intellimedia Ventures, L.P.
Internal
Address: 2500 Northwinds Parkway
Street Address: Suite 475
City: Alpharetta State: GA Zip: 30004
Individual(s) citizenship
Association
General Partnership
Limited Partnership Georgia
Corporation-State
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: November 7, 2001

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
76/011821 76/011815
76/152408 76/011818
Additional number(s) attached Yes No

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Jeffrey T. Leonard, Esq.
Internal Address: Cohen Pollock Merlin Axelrod & Small, P.C.
Street Address: 2100 RiverEdge Parkway Suite 300
City: Atlanta State: GA Zip: 30328

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:
(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.
Jeffrey T. Leonard, Esq. Jeffrey Leonard 12/28/2001
Name of Person Signing Signature Date
Total number of pages including cover sheet, attachments, and document: 3

01/14/2002 DBYRNE 00000620 76011821
40.00 OP
02 FC:481 75.00 OP
02 FC:482

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

TRADEMARK REEL: 002423 FRAME: 0848

ASSIGNMENT OF TRADEMARKS

WHEREAS, **CHATFISH, INC.**, a Georgia corporation ("Assignor") has adopted, is using, and is the sole owner of, the trademarks identified on Exhibit A attached hereto and made a part hereof (the "Marks"); and

WHEREAS, **CORDOVA INTELLIMEDIA VENTURES, L.P.**, a Georgia limited partnership, in its capacity as "Administrative Agent" on behalf of the lenders under that certain Security Agreement dated April 30, 2001 and a First Amendment to Security Agreement dated as of October 4, 2001 (together, the "Security Agreement") (the "Assignee"), with offices located at 2500 NorthWinds Parkway, Suite 475, Alpharetta, GA 30004, desires to acquire the Marks, applications and registrations therefor and all of the goodwill associated therewith;

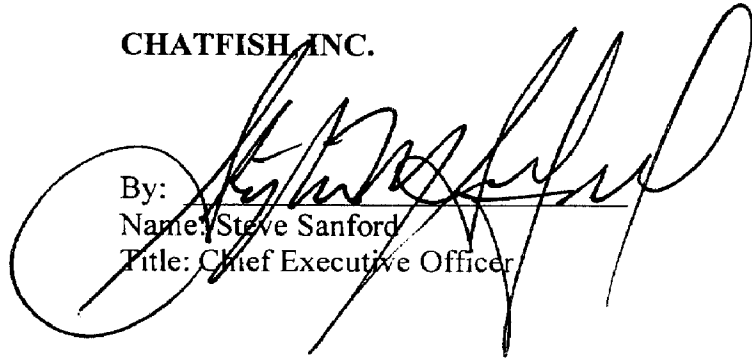
NOW, THEREFORE, for Ten Dollars (\$10.00) in hand paid, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby sell, assign and transfer unto the Assignee the entire right, title and interest in and to the Marks, including the right to sue for damages and other remedies in respect of any infringement of any of the Marks that may have occurred before the date of the Assignment, applications and registrations for the Marks, together with the goodwill connected with the use of and symbolized by the Marks.

IN WITNESS WHEREOF, the undersigned has executed this Assignment as of the 7th day of November, 2001.

ATTEST:

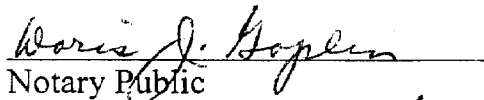
Its Secretary

CHATFISH, INC.

By: 
Name: Steve Sanford
Title: Chief Executive Officer

(CORPORATE SEAL)

On this 28th day of December, 2001 before me appeared Steve Sanford, the person who signed this instrument, who acknowledged that he/she signed it as a free act on behalf of the Assignor.


Notary Public
My Commission Expires: February 8, 2003

(#120323)

DORIS J. GOPLIN
NOTARY PUBLIC
COBB COUNTY, GEORGIA
My Commission Expires Feb. 8, 2003

EXHIBIT A
LIST OF TRADEMARKS

<u>Description</u>	<u>Country</u>	<u>Registration/ Application Number</u>	<u>Registration Application Date</u>
CHATFISH	Australia	App. 857940	11/21/00
	Canada	App. 1,083,647	11/22/00
	EC	App. 001940667	11/6/00
	US	App. 76/011821	3/29/00
CHATFISH & DESIGN	US	App. 76/152,408	10/24/00
CHATFISH-ENABLED	US	App. 76/011,815	3/29/00
DESIGN ONLY (Logo)	US	App. 76/011,818	3/29/00