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PATENT & TRADEMARK OFFICE

12-03-2002



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Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
Tab settings

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):

Beer.com Inc.

11.22.02

- Individual(s)
- General Partnership
- Corporation-State
- Other a Canadian corporation
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 10-31-02

2. Name and address of receiving party(ies)

Name: D3 Management Corporation

Internal Address:

Address:

Street Address: 468 Morden Road

City: Oakville, Ontario, Canada

State: Zip: L6K 3W4

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State a Canadian corporation
- 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

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

A. Trademark Application No.(s) 76/430,768

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Helen Hill Minsker

Internal Address: Banner & Witcoff, Ltd.

Street Address: 1001 G Street, NW

City: Washington State: DC Zip: 20001

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

19-0733

DO NOT USE THIS SPACE

9. Signature.

Helen Hill Minsker

Name of Person Signing

Signature

11/22/2002
Date

Total number of pages including cover sheet, attachments, and document: 4

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

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TRADEMARK
REEL: 002626 FRAME: 0123

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Application of:)
)
D3 Management Corporation) Examining Attorney
) Not Assigned
Mark: TAP INTERACTIVE)
) Law Office: 101
Serial No.: 76/430,768)
)
Filed: July 12, 2002)

To the Honorable Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202-3513

Sir:
SUBSTITUTE POWER OF ATTORNEY

The above Applicant, D3 Management Corporation, by way of an assignment being filed concurrently at the Assignment Division of the U.S. Patent and Trademark Office, hereby withdraws all previous powers of attorney and appoints Helen H. Minsker, Brian E. Banner, Holly M. Ford, William F. Rauchholz, and Joseph M. Potenza, all members of the Bar of the highest court of the District of Columbia, and Joseph J. Berghammer, Marc S. Cooperman and Christopher J. Renk, members of the Bar of the highest court of Illinois, and each of them c/o Banner & Witcoff, Ltd., Eleventh Floor, 1001 G Street, N.W., Washington, D.C. 20001-4597, telephone number (202) 508-9100, its attorneys, with full power of substitution and revocation, to prosecute this application to register, to transact all business in the Patent and Trademark Office in connection therewith, and to receive the Certificate of Registration.

Please direct all correspondence and telephone inquiries regarding this matter to Helen H. Minsker at the above address and telephone number.

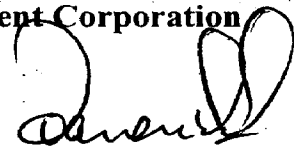
DECLARATION AND DESIGNATION OF DOMESTIC REPRESENTATIVE

Applicant hereby withdraws all previous appointments of Domestic Representatives in this case and designates Banner & Witcoff, Ltd., whose postal address, 1001 G. Street, N.W., Eleventh Floor, Washington, D.C. 20001-4597 as Applicant's domestic representative upon whom notice or process in proceedings affecting the mark may be served.

The undersigned, being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. §1001, and that such willful false statements may jeopardize the validity of the application or any resulting registration, declares that he/she is properly authorized to execute this Substitute Power of Attorney and Designation of Domestic Representative on behalf of the Applicant; he/she believes the Applicant to be the owner of the Service mark sought to be registered, or, if the application is being filed under 15 U.S.C. §1051(b), he/she believes Applicant to be entitled to use such mark in commerce; to the best of his/her knowledge and belief no other person, firm, corporation, or association has the right to use the mark in commerce, either in the identical form thereof or in such near resemblance thereto as to be likely, when used on or in connection with the Services of such other person, to cause confusion, or to cause mistake, or to deceive; and that all statements made of his/her own knowledge are true; and that all statements made on information and belief are believed to be true.

D3 Management Corporation

Date: October 31, 2002

By: 

Name: Paven R. Bratch

Title: President and Secretary

TRADEMARK ASSIGNMENT

WHEREAS, Beer.com Inc., a corporation of Ontario, Canada, with its principal place of business at 207 Queen's Quay West, Toronto, Ontario Canada M5J 1A7 (hereinafter "ASSIGNOR") owns and has a *bona fide* intention to use the Mark, TAP INTERACTIVE, Serial No. 76/430,768 (hereinafter "the Mark")

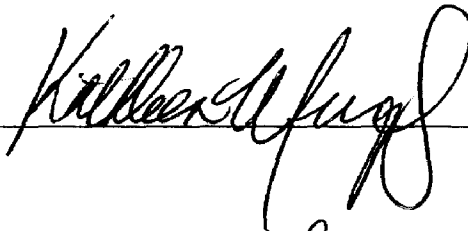
WHEREAS, ASSIGNOR has applied to register the Mark on the Principal Register of the United States Patent and Trademark office based on ASSIGNOR'S *bona fide* intent to use the Mark in commerce in connection with all of the services listed in the application;

WHEREAS, D3 Management Corporation, a corporation of Ontario, Canada, with its principal place of business at 468 Morden Road, Oakville, Ontario, Canada L6K 3W4 (hereinafter "ASSIGNEE"), desires to acquire the business of ASSIGNOR in connection with which ASSIGNOR has a *bona fide* intention to use the Mark and the pending applications;

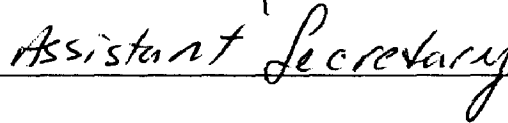
NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby mutually acknowledged, ASSIGNOR hereby sells, assigns and transfers to ASSIGNEE all right, title and interest in and to the Mark and the pending Applications therefor, together with that portion of ASSIGNOR'S business in connection with which it has a *bona fide* intent to use the Mark, and together with the goodwill of said business for which ASSIGNOR has a *bona fide* intent to use the Mark.

Beer.com Inc.

By: _____



Title: _____



Date: October 31 2002