



102364940

To the Honorable Commissioner of _____ red original documents or copy thereof.

1. Name of conveying party(ies): 2-11-03
ROXIO, 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: iSee Media, Inc.
Internal Address: _____
Street Address: 180 Jardin Drive, Concord, Ontario
City: _____ State: _____ Zip: _____
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State CANADA
 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: 10/10/02

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) 75/824,585
75/824,584
Additional number(s) attached Yes No

B. Trademark Registration No.(s) 1,671,613
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Lawrence J. Crain
Internal Address: Suite 2500
GREER, BURNS & CRAIN, LTD.
Street Address: 300 South Wacker Drive
02/12/2003 TDIAZ1 00000162 75824585
01 FC:8531 40.00 OP
02 FC:8532 50.00 OP
City: Chicago State: IL Zip: 60606

6. Total number of applications and registrations involved: 3
7. Total fee (37 CFR 3.41).....\$ 90.00
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number:
07-2069

DO NOT USE THIS SPACE

9. Signature.
Carole A. Mickelson February 6, 2003
Name of Person Signing Signature Date
Total number of pages including cover sheet, attachments, and document: 5

POWER OF ATTORNEY

75 824585

Applicant hereby appoints the following attorneys, all members of the Bar of the State of Illinois and all members of Greer, Burns & Crain, Ltd., Suite 2500, 300 South Wacker Drive, Chicago, Illinois 60606, its attorneys, each with full power of substitution and revocation, to prosecute this application for registration, to transact all business in the Patent and Trademark Office in connection therewith, and to receive the Certificate of Registration: Roger D. Greer, Patrick G. Burns, Lawrence J. Crain, Steven P. Fallon, Paul G. Juettner, James K. Folker, Carole A. Mickelson, Brittany C. MacDonald, Arik B. Ranson, Thomas R. Fitzsimons, Josh Snider, and Joe Fox.

Please address all correspondence to LAWRENCE J. CRAIN, Greer, Burns & Crain, Ltd., Suite 2500, 300 South Wacker Drive, Chicago, Illinois 60606, and all telephone calls are to be directed to LAWRENCE J. CRAIN at (312) 360-0080.

DESIGNATION OF DOMESTIC REPRESENTATIVE

Greer, Burns & Crain, Ltd., whose postal address is Suite 2500, 300 South Wacker Drive, Chicago, Illinois 60606, is hereby designated Applicant's representative upon whom notice or process in proceedings affecting the mark may be served.

iSee Media, Inc.

Date: February 6, 2003

By: Carole A. Mickelson

Name: Carole A. Mickelson

Title: Attorney for Applicant

TRADEMARK ASSIGNMENT

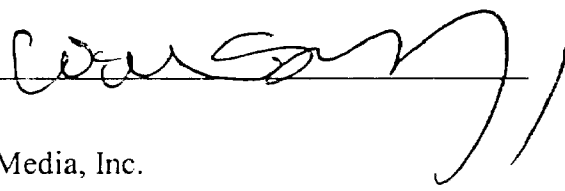
WHEREAS, ROXIO, INC., a Delaware corporation having a principal address at 455 El Camino Real, Santa Clara, CA 95050 (hereinafter "Roxio") is the owner of a United States trademark registration therefor, namely U.S. Serial No. 75/824,585, for the mark ISEEMEDIA, filed on October 18, 1999 (hereinafter "U.S. Application"); and

WHEREAS, iSee Media, Inc., a Canadian corporation having its principal place of business at 180 Jardin Drive, Concord, Ontario, Canada L4B 1X8 (hereinafter "Iseemedia") is desirous of acquiring the trademark ISEEMEDIA, the goodwill associated therewith and the U.S. Application therefor;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Roxio does hereby assign in and to Iseemedia all of its right, title and interest in and to the mark ISEEMEDIA, together with the goodwill of the business symbolized by the mark, the above identified registration therefor, and the right to sue for past infringements, if any.

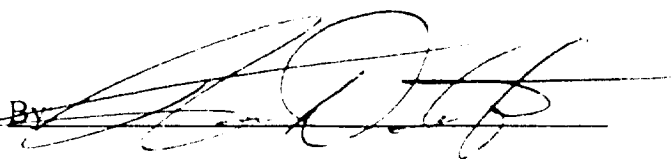
Roxio, Inc.

Date: 10/10/02

By: 

iSee Media, Inc.

Date: 10/15/02

By: 

TRADEMARK ASSIGNMENT

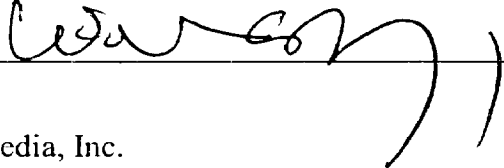
WHEREAS, ROXIO, INC., a Delaware corporation having a principal address at 455 El Camino Real, Santa Clara, CA 95050 (hereinafter "Roxio") is the owner of a United States trademark registration therefor, namely U.S. Serial No. 75/824,584, for the mark ISEE, filed on October 18, 1999 (hereinafter "U.S. Application"); and

WHEREAS, ISEE MEDIA, INC., a Canadian corporation having its principal place of business at 180 Jardin Drive, Concord, Ontario, Canada L4B 1X8 (hereinafter "Iseemedia") is desirous of acquiring the trademark ISEE, the goodwill associated therewith and the U.S. Application therefor;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Roxio does hereby assign in and to Iseemedia all of its right, title and interest in and to the mark ISEE, together with the goodwill of the business symbolized by the mark, the above identified registration therefor, and the right to sue for past infringements, if any.

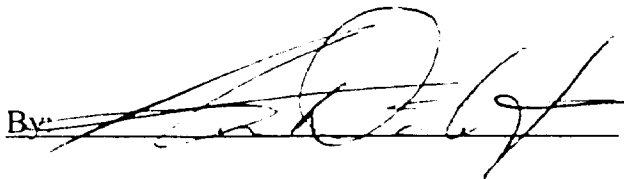
Roxio, Inc.

Date: 10/10/02

By: 

iSee Media, Inc.

Date: 10/15/02

By: 

TRADEMARK ASSIGNMENT

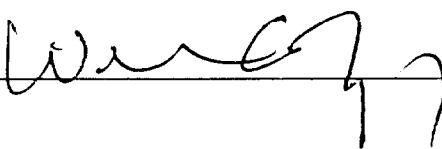
WHEREAS, ROXIO, INC., a Delaware corporation having a principal address at 455 El Camino Real, Santa Clara, CA 95050 (hereinafter "ROXIO") is the owner of a United States trademark registration therefor, namely U.S. Registration No. 1,671,613, for the mark ISEE, registered January 14, 1992, and now "incontestable" under Section 15 of the Lanham Act (hereinafter "U.S. Registration"); and

WHEREAS, ISEE MEDIA, INC., a Canadian corporation having its principal place of business at 180 Jardin Drive, Concord, Ontario, Canada L4B 1X8 (hereinafter "ISEEMEDIA") is desirous of acquiring the trademark ISEE, the goodwill associated therewith and the U.S. Registration therefor;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, ROXIO does hereby assign in and to ISEEMEDIA all of its right, title and interest in and to the mark ISEE, together with the goodwill of the business symbolized by the mark, the above identified registration therefor, and the right to sue for past infringements, if any.

Roxio, Inc.

Date: 10/10/02

By: 

iSee Media, Inc.

Date: 10/15/02

By: 