

02-07-2000



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**RECORDATION FORM COVER SHEET
PATENTS ONLY**

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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)
Document ID#

Correction of PTO Error
Reel # Frame #

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Conveyance Type

Assignment Security Agreement

License Change of Name

Merger Other

U.S. Government
(For Use ONLY by U.S. Government Agencies)

Departmental File Secret File

Conveying Party(ies)

Mark if additional names of conveying parties attached

Name (line 1) Execution Date Month Day Year

Name (line 2)

Second Party

Name (line 1)

Name (line 2)

Execution Date Month Day Year

Receiving Party

Mark if additional names of receiving parties attached

Name (line 1) If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative is attached. (Designation must be a separate document from Assignment.)

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

PATENT

REEL: 010514 FRAME: 0657

Correspondent Name and Address

Area Code and Telephone Number

Name Federal Research Corp.

Address (line 1) 400 Seventh St. N.W.

Address (line 2) Suite 101

Address (line 3) Washington, D.C. 20004

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments.

4 11

Application Number(s) or Patent Number(s)

Mark if additional numbers attached

Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).

Patent Application Number(s)

Patent Number(s)

Three empty boxes for Patent Application Number(s).

Two boxes containing 5,341,429 and 5,642,417, and three empty boxes for Patent Number(s).

If this document is being filed together with a new Patent Application, enter the date the patent application was signed by the first named executing inventor.

Month Day Year

Patent Cooperation Treaty (PCT)

Enter PCT application number only if a U.S. Application Number has not been assigned.

PCT application numbers: PCT [] PCT [] PCT [] PCT [] PCT [] PCT []

Number of Properties

Enter the total number of properties involved.

2

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$

80.00

Method of Payment:
Deposit Account

Enclosed Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

[]

Authorization to charge additional fees:

Yes No

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. Charges to deposit account are authorized, as indicated herein.

Jacqueline Giammarco

1/13/00

Name of Person Signing

Signature

Date

FIRST AMENDMENT TO PATENT ASSIGNMENT OF SECURITY

WHEREAS, *iBuyLine, Inc.*, formerly known as Software BuyLine, Inc. ("**Debtor**"), a corporation formed under the laws of California, located at 1397 Charleston Road, Mountain View, California is obligated to Acclaim Entertainment, Inc. ("**Secured Party**") located at One Acclaim Plaza, Glen Cove, New York, pursuant to a certain (i) General Security Agreement between Secured Party and Debtor and (ii) Secured Convertible Note and Warrant Purchase Agreement between Secured Party, Debtor and certain persons named therein, each dated July 23, 1999 (together, the "**Loan Documents**"); and

WHEREAS, pursuant to the Patent Assignment of Security, dated July 22, 1999, executed by each of Debtor and Secured Party (the "**Assignment**") (a copy of which is attached hereto), and recorded by the U.S. Patent and Trademark Office on August 3, 1999, at Reel/Frame 010133/0315, Debtor assigned unto Secured Party and granted to Secured Party a certain second priority security interest in and to the Patents, and recordings and applications therefor, which assignment and security interest secured the Secured Obligations as set forth in the Loan Documents and in accordance with the terms and provisions thereof; and

WHEREAS, on November 30, 1999 Debtor changed its corporate name to "*iBuyLine, Inc.*" and it is the intention of Debtor and Secured Party to amend the Assignment to reflect Debtor's name change; and

WHEREAS, all capitalized terms used and not defined herein shall have the respective meanings ascribed to them in the Assignment.

[Rest of page intentionally left blank]

NOW, THEREFORE, it is hereby agreed that the first recital clause of the Assignment be deleted in its entirety and the following substituted in lieu thereof:

“WHEREAS, iBuyLine, Inc., a corporation formed under the laws of California, located at 1397 Charleston Road, Mountain View, California (“Debtor”), owns the patents and patent applications shown in the attached Schedule A (the “Patents”), for which there are recordings or applications in the U.S. Patent and Trademark Office under the numbers shown in the attached Schedule A;”

Except as specifically set forth herein, the Assignment shall continue to remain in full force and effect in accordance with its terms.

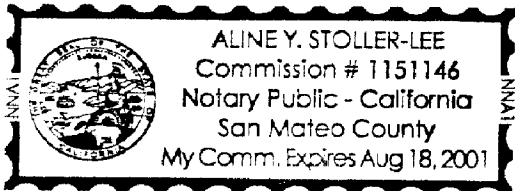
Dated: Mountain View, California
January 10, 2000

iBuyline, Inc.
By: *Edward V. Lauing*
Name: Edward V. Lauing
Title: President/ CEO

Acclaim Entertainment, Inc.
By: _____
Name: James Scoroposki
Title: Co-Chairman, Sr. V.P., Secretary and Treasurer

STATE OF California)
 ss.
COUNTY OF Santa Clara)

On this 10th day of January, 2000, before me personally came Edward V. Lauing, ✓ to me known, who, being by me duly sworn, did depose and say that he is the President/CEO of iBuyLine, Inc., the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said corporation.



Aline Y. Stoller-Lee
Notary Public

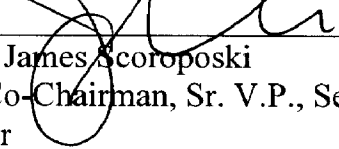
Except as specifically set forth herein, the Assignment shall continue to remain in full force and effect in accordance with its terms.

Dated: Mountain View, California
January 12, 2000

/Buyline, Inc.

By: _____
Name: Edward Lauing
Title: President

Acclaim Entertainment, Inc.

By:  _____
Name: James Scoroposki
Title: Co-Chairman, Sr. V.P., Secretary and Treasurer