

02-16-2000

Attorney Docket No. 19820-1US



FORM PTO-1595  
(Rev. 6-93)

101268885

U.S. Department of Commerce  
Patent and Trademark Office

To the Honorable Asst. Commissioner for Patents. Please record the attached original documents or copy thereof

1. Name of conveying party(ies):  
  
Peter E. Breen  
Michael D. Macleod  
Geoffrey M. Tudisco  
  
Additional name(s) of conveying parties attached?  Yes  
 No.

2. Name and address of receiving party(ies)  
  
Name: BUYandHOLD.com  
  
Internal Address: 1-19-00  
  
Street Address: 110 Wall Street  
  
City: New York State: NY ZIP: 10005

3. Nature of conveyance:  
  
 Assignment  Merger  
  
 Security Agreement  Change of Name  
  
 Other:  
  
Execution Date: January 6, 2000

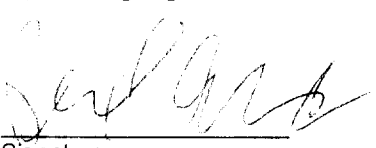
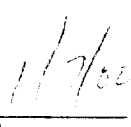
Additional names and addresses attached?  Yes  No

4. Application Number(s) or Patent Numbers.  
  
If this document is being filed together with a new application, the execution date of the application is: January 6, 2000  
  
A. Patent Application No(s): 09/417,901 B. Patent No(s):  
  
Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
  
Name: Philip H. Albert  
TOWNSEND AND TOWNSEND AND CREW LLP  
Two Embarcadero Center, 8<sup>th</sup> Floor  
San Francisco, California 94111-3834  
(415) 576-0200

6. Total number of applications and patents involved 1  
  
7. Total fee (37 CFR 3.41): -----\$40.00  
  
 Enclosed  Charge Fees to Deposit Account  
  
 Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment to deposit account.  
  
8. Deposit account number: 20-1430

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9. Statement and signature.  
  
*To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true of copy of the original document.*  
  
  
  
Philip H. Albert  
Name of Person Signing  
  
Atty Reg. No. 35,819  
  
  
Signature  
  
  
Date  
  
Total number of pages including cover sheet, attachments and document 4

10. Change Correspondence Address to that of Part 5?  Yes  No  
OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover to:

02/16/2000 TTON11 00000108 201430 09417901

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Asst. Commissioner for Patents  
Box: Assignments  
Washington, D.C. 20231

PATENT  
REEL: 010545 FRAME: 0809

**ASSIGNMENT OF PATENT APPLICATION**

JOINT

WHEREAS, Peter E. Breen, of 40 Briar Lane, Basking Ridge, NJ 07920, Michael D. Macleod, of 1623 Third Avenue, Apt. 23-K, New York, NY 10128, Geoffrey M. Tudisco, of 117 Sullivan Street, 15th Floor, New York, NY 10005, hereinafter referred to as "Assignors," are the inventors of the invention described and set forth in the below-identified application for United States Letters Patent:

Title of Invention:        ONLINE TRADE AGGREGATING SYSTEM

Date(s) of execution of Declaration:    January 6, 2000

Filing Date:                October 14, 1999

Application No.:            09/417,901 ; and


WHEREAS, BUYandHOLD.com, a corporation of the state of New York, located at 110 Wall Street, 11th Floor, New York, NY, 10005, hereinafter referred to as "ASSIGNEE," is desirous of acquiring an interest in the invention and application and in any U.S. Letters Patent and Registrations which may be granted on the same;

For good and valuable consideration, receipt of which is hereby acknowledged by Assignors, Assignors have assigned, and by these presents do assign to Assignee all right, title and interest in and to the invention and application and to all foreign counterparts (including patent, utility model and industrial designs), and in and to any Letters Patent and Registrations which may hereafter be granted on the same in the United States and all countries throughout the world, and to claim the priority from the application as provided by the Paris Convention. The right, title and interest is to be held and enjoyed by Assignee and Assignee's successors and assigns as fully and exclusively as it would have been held and enjoyed by Assignors had this Assignment not been made, for the full term of any Letters Patent and Registrations which may be granted thereon, or of any division, renewal, continuation in whole or in part, substitution, conversion, reissue, prolongation or extension thereof.

Assignors further agree that they will, without charge to Assignee, but at Assignee's expense, (a) cooperate with Assignee in the prosecution of U.S. Patent applications and foreign counterparts on the invention and any improvements, (b) execute, verify, acknowledge and deliver all such further papers, including patent applications and instruments of transfer, and (c) perform such other acts as Assignee lawfully may request to obtain or maintain Letters Patent and Registrations for the invention and improvements in any and all countries, and to vest title thereto in Assignee, or Assignee's successors and assigns.

Assignors hereby authorize and request Townsend and Townsend and Crew LLP, Two Embarcadero Center, 8<sup>th</sup> Floor, San Francisco, CA 94111-3834, to insert herein above the application number and filing date of said application when known.

IN TESTIMONY WHEREOF, Assignors have signed their names on the dates indicated.

  
Peter E. Breen

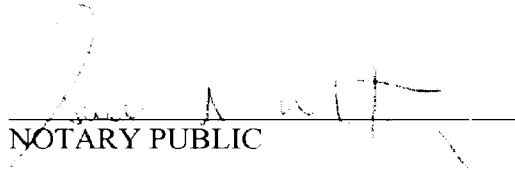
Dated: 1/14

STATE OF NEW YORK            )  
  )        ss.  
COUNTY OF NEW YORK        )

On January 6, 1999, before me, Scott A. Mautner, personally appeared Peter E. Breen, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

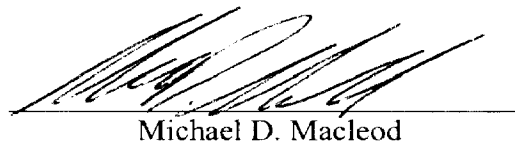
WITNESS my hand and official seal.

**SCOTT A. MAUTNER**  
Notary Public, State of New York  
No. 5007523  
Qualified in New York County  
Commission Expires Feb. 1, 1999

  
NOTARY PUBLIC

My Commission Expires: \_\_\_\_\_

Dated: 1/14

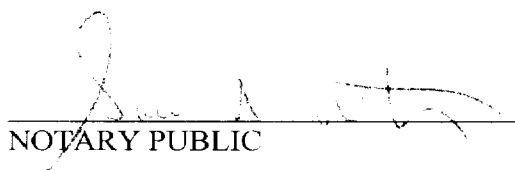
  
Michael D. Macleod

STATE OF NEW YORK            )  
  )        ss.  
COUNTY OF NEW YORK        )

On January 6, 1999, before me, Scott A. Mautner, personally appeared Michael D. Macleod, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

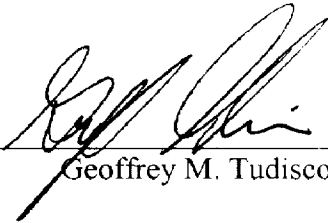
WITNESS my hand and official seal.

**SCOTT A. MAUTNER**  
Notary Public, State of New York  
No. 5007523  
Qualified in New York County  
Commission Expires Feb. 1, 1999

  
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Dated: 1/19/00

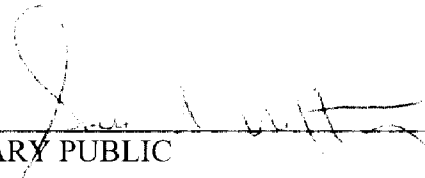
  
\_\_\_\_\_  
Geoffrey M. Tudisco

STATE OF NEW YORK        )  
  )        ss.  
COUNTY OF NEW YORK    )

On January 19, 2000, before me, Scott A. Mautner, personally appeared Geoffrey M. Tudisco, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

**SCOTT A. MAUTNER**  
Notary Public, State of New York  
No. 5007523  
Qualified in New York County  
Commission Expires Feb. 1, 1999

  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires: \_\_\_\_\_