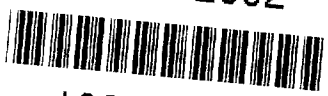


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2/19/02

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03-08-2002



To the Honorable Commissioner of Patents and Trademarks 102007420

attached original document or copy thereof.

1. Names of conveying parties:

1) JON W. BROWN
2) FRANK KEMERY
3)
4)
5)
6)

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party:

Name: ACTIVATE.NET

Internal Address: _____

Street Address: 1130 RAINIER AVENUE SOUTH

City: SEATTLE State WA

Zip: 98144

Additional names & addresses attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Dates:

1) JANUARY 22, 2002 4) _____
2) JANUARY 15, 2002 5) _____
3) _____ 6) _____

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

If this document is being filed together with a new application,
the filing date of the application is _____.

A. Patent Application No(s).

09/955,750

Additional numbers attached? Yes No

B. Patent No(s).

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

Name: Seed Intellectual Property Law Group PLLC

Internal Address: ELLEN M. BIERMAN

Street Address: 701 Fifth Avenue, Suite 6300

City: Seattle State: WA ZIP: 98104-7092

6. Total number of applications and patents involved..... 1

7. Total Fee (37 CFR 3.41): \$40

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

19-1090

03/07/2002 6TON11 00000162 09955750
01 FC:581 40.00 DP

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.

ELLEN M. BIERMAN Ellen M. Bierman 1/24/02
Name of Person Signing Signature Date

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

ASSIGNMENT

WHEREAS, we, Jon W. Brown and Frank Kemery (hereinafter referred to as ASSIGNORS), having mailing addresses of 26210 131st Place Southeast, Kent, Washington 98031, and 2814 43rd Avenue West, Seattle, Washington 98199, respectively, are the joint inventors of an invention entitled "METHODS AND SYSTEMS FOR DYNAMICALLY SERVING IN-STREAM ADVERTISEMENTS," as described and claimed in the specification for which an application for United States letters patent was filed on September 18, 2001, and assigned Application No. 09/955,750. This application claims the benefit of Provisional Application Nos. 60/234,046 and 60/233,513, both filed on September 19, 2000.

WHEREAS, Activate.net (hereinafter referred to as ASSIGNEE), a corporation of the State of Delaware having a place of business at 1130 Rainier Avenue South, Seattle, Washington 98144, is desirous of acquiring the entire right, title and interest in and to the invention and in and to any letters patent that may be granted therefor in the United States and in any and all foreign countries;

NOW, THEREFORE, in exchange for good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNORS hereby sell, assign and transfer unto said ASSIGNEE the entire right, title and interest in and to said invention, said application and any and all letters patent which may be granted for said invention in the United States of America and its territorial possessions and in any and all foreign countries, and in any and all divisions, reissues and continuations thereof, including the right to file foreign applications directly in the name of ASSIGNEE and to claim priority rights deriving from said United States application to which said foreign applications are entitled by virtue of international convention, treaty or otherwise, said invention, application and all letters patent on said invention to be held and enjoyed by ASSIGNEE and its successors and assigns as fully and entirely as the same would have been held and enjoyed by ASSIGNORS had this assignment, transfer and sale not been made. ASSIGNORS hereby authorize and request the Commissioner of Patents and Trademarks to issue all letters patent on said invention to ASSIGNEE. ASSIGNORS agree to execute all instruments and documents required for the making and prosecution of applications for United

States and foreign letters patent on said invention, for litigation regarding letters patent, or for the purpose of protecting title to said invention or letters patent therefor.

1/22/02
Date _____
Jon W. Brown
Jon W. Brown

State of Washington)
County of King)
ss.

I certify that I know or have satisfactory evidence that Jon W. Brown is the person who appeared before me, and said person acknowledged that he signed this instrument and acknowledged it to be his free and voluntary act for the uses and purposes mentioned in the instrument.

Dated January 22, 2002
Signature of Notary Public [Signature]
Printed Name Amy Baldwin
My appointment expires July 29, 2005

Date _____
Frank Kemery
State of _____)
County of _____)
ss.

I certify that I know or have satisfactory evidence that Frank Kemery is the person who appeared before me, and said person acknowledged that he signed this instrument and acknowledged it to be his free and voluntary act for the uses and purposes mentioned in the instrument.

Dated _____
Signature of Notary Public _____
Printed Name _____
My appointment expires _____

States and foreign letters patent on said invention, for litigation regarding letters patent, or for the purpose of protecting title to said invention or letters patent therefor.

1/15/02
Date

Jon W. Brown
Jon W. Brown

State of Washington)
County of King)

ss.

I certify that I know or have satisfactory evidence that Jon W. Brown is the person who appeared before me, and said person acknowledged that he signed this instrument and acknowledged it to be his free and voluntary act for the uses and purposes mentioned in the instrument.

Dated _____

Signature of Notary Public _____

Printed Name _____

My appointment expires _____

1/15/02
Date

Frank Kemery
Frank Kemery

State of Washington)
County of King)

ss.

I certify that I know or have satisfactory evidence that Frank Kemery is the person who appeared before me, and said person acknowledged that he signed this instrument and acknowledged it to be his free and voluntary act for the uses and purposes mentioned in the instrument.

Dated January 15, 2002

Signature of Notary Public AMB

Printed Name Amy M. Baldwin

My appointment expires July 29, 2005