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U.S. Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Peter E. Breen
Geoffrey M. Tudisco
Michael D. Macleod
4.9.03
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Buy and Hold, Inc.
Internal Address: 11th Floor

Street Address: 110 Wall Street

City: New York State: NY Zip: 10005
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
Execution Date: 1/28/03, 2/13/03

4. Application number(s) or patent number(s):
If this document is being filed together with a new application, the execution date of the application is: _____
A. Patent Application No.(s) 09/417901
B. Patent No.(s) _____
Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Matthew J. Marquardt, Esq.
Internal Address: Brown Raysman et al.
23rd Floor

Street Address: 900 Third Avenue

City: New York State: NY Zip: 10022

6. Total number of applications and patents involved:
7. Total fee (37 CFR 3.41).....\$ 40.00
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number:
02-4270 (charge deficiencies)

DO NOT USE THIS SPACE

9. Signature.
Matthew J. Marquardt, Reg No 40,997 *[Signature]* April 3, 2003
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and documents:

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

04/14/2003 ECOOPER 00000005 09417901
01 FC:01:21 40.00 OP

PATENT
REEL: 013942 FRAME: 0875

ASSIGNMENT OF PATENT APPLICATION

WHEREAS we, 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, and Geoffrey M. TUDISCO, of 117 Sullivan Street, 15th Floor, New York, NY 10005, (hereinafter referred 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
Filing date: 14 October 1999
Application No.: 09/417,901;
Date(s) of execution of Declaration: 6 January 2000

WHEREAS, on 6 January 2000 Assignors executed an Assignment recorded at Reel 010545, Frame 0809, of the records of the United States Patent and Trademark Office (hereinafter the "6 January 2000 Assignment"), which Assignment was intended by Assignors to assign all right, title, and interest in and to the Invention(s) to BUYandHOLD.com, Inc., a corporation of the State of Delaware having a place of business at 110 Wall Street, 11th Floor, New York, New York, 10005, (hereinafter together with its successors and assigns referred to as "Assignee"); and

WHEREAS, the 6 January 2000 Assignment incorrectly identified Assignee as BUYandHOLD.com, a corporation of the State of New York;

NOW, THEREFORE, for good and valuable consideration, receipt of which is acknowledged by Assignors, Assignors confirm that they have assigned, and by these presents do assign to Assignee, effective as of 6 January 2000, 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 as fully and exclusively as it would have been 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.

This Assignment may be executed in several counterparts, each of which will be an original, but all of which, when taken together, will constitute one and the same instrument.

IN TESTIMONY WHEREOF, Assignors have executed this document on the date(s) indicated below.

Date: 1/28/03


Peter E. BREEN

STATE OF _____)

ss.:

COUNTY OF _____)

On _____, 20__, before me, the undersigned, personally appeared Peter E. Breen, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he or she executed the same in his capacity, and that by his or her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Signature and Office of individual taking acknowledgment

Date: _____

Michael D. MACLEOD

STATE OF _____)

ss.:

COUNTY OF _____)

On _____, 20__, before me, the undersigned, personally appeared Michael D. Macleod, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he or she executed the same in his capacity, and that by his or her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Signature and Office of individual taking acknowledgment

Date: 1/28/03



Geoffrey M. TUDISCO

STATE OF _____)
) ss.:
COUNTY OF _____)

On _____, 20__ , before me, the undersigned, personally appeared Geoffrey M. Tudisco, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he or she executed the same in his capacity, and that by his or her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Signature and Office of individual taking acknowledgment

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IN TESTIMONY WHEREOF, Assignors have executed this document on the date(s) indicated below.

Date: _____
Peter E. BREEN

STATE OF _____)
) ss.:
COUNTY OF _____)

On _____, 20__, before me, the undersigned, personally appeared Peter E. Breen, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he or she executed the same in his capacity, and that by his or her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

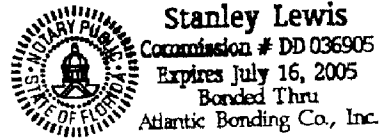
Signature and Office of individual taking acknowledgment

Date: 2/13/03 _____
Michael D. MACLEOD

STATE OF FLA)
) ss.:
COUNTY OF Browns)

On Feb 17, 2003, before me, the undersigned, personally appeared Michael D. Macleod, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he or she executed the same in his capacity, and that by his or her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Signature and Office of individual taking acknowledgment



Date: _____

Geoffrey M. TUDISCO

STATE OF _____)

_____) ss.:

COUNTY OF _____)

On _____, 20__, before me, the undersigned, personally appeared Geoffrey M. Tudisco, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he or she executed the same in his capacity, and that by his or her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Signature and Office of individual taking acknowledgment