

ASSIGNMENT

This Assignment is made between Desiderata Alliance Inc., a Delaware corporation with offices at 401 Main Street, Box 46, Three Bridges, New Jersey 08887 ("Assignor"), and internet.com LLC, a limited liability company of the State of Delaware with offices at 20 Ketchum Street, Westport, Connecticut 06880 ("Assignee").

WHEREAS, Desiderata Alliance Inc. has adopted and used the marks, REFER-IT and THE SEARCH ENGINE THAT PAYS, and has filed the applications therefor set forth on the attached Schedule, which are pending on the Principal Register of the United States Patent and Trademark Office;


WHEREAS, internet.com LLC is desirous of acquiring the marks REFER-IT and THE SEARCH ENGINE THAT PAYS and the applications pertaining thereto, and any registrations resulting therefrom;

WHEREAS, Assignor has agreed to assign to Assignee all worldwide right, title and interest in and to the marks REFER-IT and THE SEARCH ENGINE THAT PAYS and any applications therefor and all goodwill associated therewith, together with all the assets of the business conducted under these marks, and all rights to claims of past infringement thereof (collectively the "Marks"); and

NOW THEREFORE, in consideration of the sum of ten dollars (\$10) and other good and valuable consideration, the sufficiency and receipt of which is hereby acknowledged, Assignor does hereby assign, sell and transfer to Assignee, its successors and assigns, all right, title and interest throughout the world in and to: (i) the Marks; (ii) the portion of the business of Assignor to which the listed intent-to-use application applies; (iii) all income, royalties, damages and payments now due or which hereafter become due or payable in respect to thereto; (iv) all causes of action (in law or equity) and rights to sue, counterclaim and/or recover for past, present or future infringement of thereof; and (v) all rights corresponding to the foregoing.

Assignor hereby agrees to execute all papers and to perform all other proper acts requested by Assignee or its successors or assigns to secure to Assignee or its successors or assigns the rights hereby transferred.

IN WITNESS WHEREOF, the undersigned has executed this Assignment as of May 15, 1999.



Name: JAMES L. MARCIANO

Title: CHAIRMAN

STATE OF New Jersey

COUNTY OF Hunterdon

On this 15 day of May, 1999, personally appeared before me James Marciano, known to me to be Chairman of Dell Inc., who acknowledged that he/she signed this instrument as a free act on behalf of VeriSign Alliance Inc.



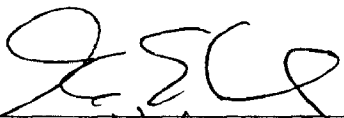
Notary Public

My commission expires: Aug. 22, 2001

JANNETTE MORAN
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Aug. 22, 2001

AGREED AND ACKNOWLEDGED:

internet.com LLC

By: 
Name: Mitchell Eisenberg
Title: General Counsel

SCHEDULE

<u>Mark</u>	<u>App. No.</u>	<u>App. Date</u>
REFER-IT	75/567,192	October 9, 1998
THE SEARCH ENGINE THAT PAYS	75/571,550	October 16, 1998
REFER-IT	75/571,553	October 16, 1998

056535/00001 - 596725.01

RECORDED: 07/29/1999

TRADEMARK
REEL: 001983 FRAME: 0747