

08-30-2001

1 SHEET

Patent and Trademark Office
Docket No. 492502400100
492502400200



101828237

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

1. Name of conveying party(ies): **8-27-01**
ALG.com, LLC
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other Delaware Limited Liability Company

2. Name and address of receiving party(ies):
Name: **Webalg, Inc.**
Internal Address:
Street Address: **115 So. LaCumbre Lane**
City: **Santa Barbara State: California ZIP: 93105**

Individual(s) citizenship: _____
 Association: _____
 General Partnership: _____
 Limited Partnership: _____
 Corporation-State: Delaware
 Other: _____

Additional name(s) of conveying party(ies) attached? Yes No

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other:
Execution Date: August 8, 2001

4. Application number(s) or registration number(s):
If this document is being filed together with a new application, the execution date of the application is:
A. Trademark Application No.(s) B. Registration No.(s)
76/216,705 76/231,154

Additional numbers attached? Yes No

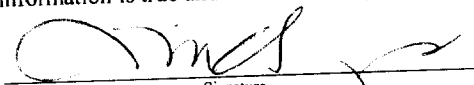
5. Name and address of party to whom correspondence concerning document should be mailed:
**Lynn M. Humphreys
Morrison & Foerster LLP
425 Market Street
San Francisco, California 94105-2482**

6. Total number of applications and trademark registrations involved: 2
7. Total fee (37 C.F.R. § 3.41): **\$65.00**
 Enclosed
 Authorized to be charged to deposit account, referencing Attorney Docket 492502400100 and 492502400200

8. Deposit account number: **03-1952**

The Commissioner is hereby authorized to charge any fees under 37 C.F.R. § 1.21 which may be required by this paper, or to credit any overpayment to Deposit Account No. 03-1952.

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.
Name: **Lynn M. Humphreys**  8/23/01
Signature Date

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

08/29/2001 DBYRNE 00000216 031952 76216705
01 FC:481 40.00 CH
02 FC:482 25.00 CH

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

sf-1153619

TRADEMARK
REEL: 002358 FRAME: 0654

ASSIGNMENT OF PENDING INTENT-TO-USE TRADEMARK APPLICATION

WHEREAS, ALG.com, LLC, a Delaware Limited Liability Company (“**Assignor**”), having its principal place of business at 115 So. La Cumbre Lane, Santa Barbara, California 93105, has intended to use the mark PAYMENTTRACK, in International Classes 9 and 42 in commerce and has filed an application, now assigned Serial No. 76/216,705, indicating that intent and intended to use the mark PAYMENTDRIVER, in International Classes 9 and 42 in commerce and has filed application, now assigned Serial No. 76/231,154, indicating that intention, but has not yet filed an allegation of use under §§ 1 (c) or 1 (d) of the Lanham Act for either of the applications, and

WHEREAS, PAYMENTTRACK and PAYMENTDRIVER shall be collectively referred to herein as the “Marks”, and

WHEREAS, Assignor is assigning the Marks in the above-identified applications as part of the entire business or portion thereof to which the mark pertains as required by 15 U.S.C. §1060;


WHEREAS, Webalg, Inc., a Delaware corporation (“**Assignee**”), having its principal place of business at 115 So. La Cumbre Lane, Santa Barbara, California 93105, the successor of the ongoing and existing business, or portion thereof, of ALG.com, LLC, to which the Marks pertain, is desirous of acquiring said trademarks and the pending intent-to-use applications therefor, along with the business associated with the Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign to Assignee all right, title and interest in and to the trademarks PAYMENTTRACK and PAYMENTDRIVER, together with the accompanying goodwill and that portion of the business represented and symbolized by such trademarks, the applications for such trademarks, all related common law rights, the right to register, renew, protect and defend such trademarks and the right to sue for past infringements of such trademarks. Assignor agrees to cooperate with Assignee to record this Assignment in the United States Patent and Trademark Office and to extend such other cooperation and perform


such other acts as may be necessary or appropriate, in the opinion of Assignee, to convey, establish, evidence, maintain, defend and enforce Assignee's rights in the trademarks PAYMENTTRACK and PAYMENTDRIVER; and Assignor hereby irrevocably appoints Assignee and any of its officers as Assignor's attorney in fact to undertake such acts in Assignor's name.

IN WITNESS WHEREOF, the parties have caused this Agreement to be executed by their duly authorized representatives.

ASSIGNOR

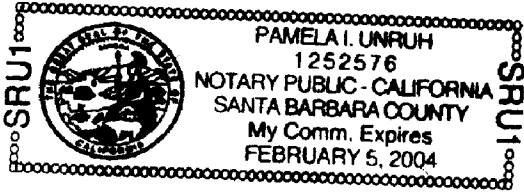
By: 
Name: JOHN A. BLAIR
Title: CEO
Date: 8/8/01

ASSIGNEE

By: 
Name: JOHN A. BLAIR
Title: CEO
Date: 8/8/01

State of California
County of Santa Barbara) SS:

On this 8th day of August, 2001, personally appeared John Blair, to me known and known to me to be a CEO of ALg.com, LLC, the assignor above named, and acknowledged that he executed the foregoing Assignment on behalf of said assignor and pursuant to authority duly received.



Pamela I. Unruh
Notary Public

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Conveying Party:

ALG.com, LLC

Receiving Party:

Webalg, Inc.

Marks:

PAYMENTTRACK
PAYMENTDRIVER

Application Nos.:

76/216,705 and 76,231,154

Filing Dates:

February 27, 2001 and March 27, 2001

CERTIFICATE OF MAILING BY FIRST CLASS MAIL

BOX ASSIGNMENTS

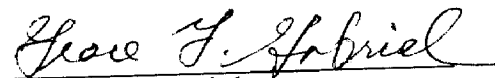
Commissioner of Patents and Trademarks
Washington, D.C. 20231

Dear Sir:

I hereby certify that the attached Recordation of Trademark Assignment, Recordation Form Cover Sheet Trademarks Only (in duplicate), a copy of Assignment of Pending Intent-to-Use Trademark Application, authorization to charge \$65.00 for the filing fee and any additional fees which may be required, or to credit any overpayment, to Deposit Account No. 03-1952 and receipt verification postcard are being deposited with the United States Postal Service as first class mail in an envelope addressed to: BOX ASSIGNMENTS, Commissioner of Patents and Trademarks, Washington, D.C. 20231, on August 23, 2001.

Respectfully submitted,

By:


Grace F. Gabriel