

10-03-2001



10-301

FORM PTO-1594
(Rev 5-93)

101863395

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of conveying party(ies):

IMPERIAL BANK

10-301

Individual(s) citizenship:

Association:

General Partnership:

Limited Partnership:

Corporation - State:

Other:

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

3. Nature of Conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other Reassignment and Release of Security Interest

Execution Date: September 28, 2001

2. Name and address of receiving party(ies):

Name: POINTSHARE CORPORATION
Address: 1300 114TH AVENUE SE, SUITE 100
City: BELLEVUE State: WA Zip: 98004

Individual(s) citizenship:

Association:

General Partnership:

Limited Partnership:

Corporation - State: DELAWARE

Other:

If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [] No

(Designations must be a separate document from assignment)

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

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

A. Trademark Application No.(s)

75/448,482	75/532,591	75/658,784
75/363,124	75/447,645	75/634,318
75/651,574	75/692,743	75/894,234
75/803,374	75/764,392	75/763,441

B. Trademark Registration No.(s)

Additional numbers attached? [] Yes [X] No

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

Name: Erin O'Brien
Internal Address: GRAY CARY WARE & FREIDENRICH
4365 Executive Drive, Suite 1100
San Diego, CA 92121-2133

6 Total number of applications and registrations involved: 12

7. Total fee (37 CFR 3.41) \$ 315.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

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.

Erin O'Brien
Name of Person Signing

Erin O'Brien
Signature

October 2, 2001
Date

Total number of pages comprising cover sheet: [3]

Mail Documents to be recorded with required cover sheet information to:

U.S. Patent and Trademark Office, Office of Public Records
1213 Jefferson Davis Highway, 3rd Floor
Arlington, VA 22202

10/03/2001 DBYRNE 00000166 75448482

01 FC:481
02 FC:482

40.00 OP
275.00 OP

PA\10185501.1
1090371-906600

TRADEMARK
REEL: 002376 FRAME: 0729

REASSIGNMENT AND RELEASE OF SECURITY INTEREST

This Reassignment and Release of Security Interest is made as of September 20, 2001 by IMPERIAL BANK ("LENDER") to POINTSHARE CORPORATION, a Delaware corporation, with its principal place of business at 1300 114th Avenue SE, Suite 100, Bellevue, WA 98004 ("COMPANY").

Recital

WHEREAS, COMPANY assigned certain interests in the trademarks described on Exhibit A (the "Trademarks") to LENDER under an Intellectual Property Security Agreement dated as of July 14, 1998 and recorded with the U.S. Patent and Trademark Office on (i) August 17, 1998 at Reel Number 1770 and Frame Number 0688; and again on (ii) July 13, 1999 at Reel Number 1927 and Frame Number 0798; and again on (iii) August 5, 1999 at Reel Number 1940 and Frame Number 0600; and again on (iv) October 4, 2000 at Reel Number 2161 and Frame Number 0079; and

WHEREAS, COMPANY has satisfied all its obligations to LENDER in the Intellectual Property Security Agreement, and LENDER wishes to reassign all interest that LENDER may have in the Trademarks.

Agreement

Now Therefore, LENDER agrees that it releases its security interest in the Trademarks and reassigns to COMPANY, without warranty or recourse, all interest of LENDER in the Trademarks.

LENDER:

IMPERIAL BANK

JP Michael
Signature

Name: JP Michael

Title: First Vice President

Address: 5330 Carillon Point
Kirkland, WA 98033

EXHIBIT A

Trademarks

<u>Description</u>	<u>Registration/ Application Number</u>	<u>Registration/ Application Date</u>
Healthknowledge	75/448,482	03/11/98
(design)	75/532,591	07/31/98
Contactpoint	75/658,784	03/11/99
Healing takes time. Information shouldn't.	75/563,124	10/02/98
Pointshare	75/447,645	03/10/98
Referralpoint	75/634,318	02/03/99
Veripoint	75/651,574	03/02/99
Deliverypoint	75/692,743	04/28/99
Scriptpoint	75/894,234	01/11/00
Pointstore	75/803,374	09/20/99
Discoverypoint	75/764,392	07/29/99
Communitypoint	75/763,441	07/27/99