

05-31-2001

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

101734238

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

1. Name of conveying party(ies): E-Stamp Corporation 5-24-01 Individual(s) Association General Partnership Limited Partnership Corporation-State Other Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Name: Stamps.com Inc. Internal Address: Suite 1040 Street Address: 3420 Ocean Park Boulevard City: Santa Monica State: California Zip: 90405 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 No

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Execution Date: April 27, 2001

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 75/602,096/ 75/602,095/ 75/603,999/ 75/408,910/ 75/563,137/ 75/602,097/ 75/602,094/ 75/602,092 Additional number(s) attached Yes No

B. Trademark Registration No.(s) 2,279,750 & 2,152,671

5. Name and address of party to whom correspondence concerning document should be mailed: Name: David H. Tannenbaum Internal Address: Fulbright & Jaworski Suite 2800 Street Address: 2200 Ross Avenue City: Dallas State: TX Zip: 75201

6. Total number of applications and registrations involved: 10 7. Total fee (37 CFR 3.41): \$265.00 Enclosed Authorized to be charged to deposit account 8. Deposit account number: 06-2380 (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. Linda M. Merritt Name of Person Signing Signature Date 5/22/2001

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

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

172001 BT011 00000002 75/602094 40.00 225.00

TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT (this "Assignment") is entered into by ESTAMP CORPORATION, a Delaware corporation, having a place of business located at 2051 Stierlin Court, Mountain View, California 94043 ("Assignor"), as assignor, in favor of STAMPS.COM INC., a Delaware corporation having a place of business located at 3420 Ocean Park Boulevard, Suite 1040, Santa Monica, California 90405 ("Assignee"), as assignee, with reference to the following facts and circumstances:

Assignor and Assignee have entered into that certain Asset Purchase Agreement dated April 27, 2001 (the "Asset Purchase Agreement"), which, along with the promises contained herein, constitute mutual consideration for the promises herein;

Assignor is the owner of the trademark registrations and applications for registration in the United States (the "Trademarks") as shown on the attached Exhibit A.

WHEREAS, Assignee desires to acquire all right, title and interest in and to the Trademarks and related rights.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign and transfer unto Assignee all right, title and interest of Assignor in and to the Trademarks, together with the goodwill of the business symbolized by the marks, as well as its entire right, title and interest in and to all State registrations of the marks heretofore granted or applied for, any and all common law rights to the Trademarks in the United States and any state thereof, and any and all claims and demands it may have either at law or in equity arising out of any past infringements.


Assignor does hereby expressly agree that Assignee may singly, and without assistance or consent from Assignor, undertake procedures to record the transfer of the Trademarks to Assignee in the United States Patent and Trademark Office.

In testimony whereof, Assignor has caused this Assignment to be executed by its officer(s) thereunto duly authorized.

ASSIGNOR

ESTAMP CORPORATION

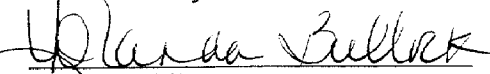
Dated: April 27, 2001

By: 
Ed Malysz
Vice President and General Counsel

STATE OF CALIFORNIA)
COUNTY OF SANTA CLARA)

On April 27, 2001, before me, _____, Notary Public, personally appeared Ed Malysz, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.


Notary Public

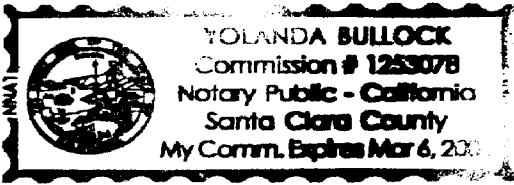


EXHIBIT A**Trademarks**

UNITED STATES		
Mark	Application No.	Registration No.
E & Design	75/257,017	2,279,750
E & Design	75/602,096	
E-STAMP	74/475,757	2,152,671
E-STAMP	75/602,095	
E-STAMP INTERNET POSTAGE	75/603,999	
E-STAMP INTERNET POSTAGE	75/408,910	
E-STAMP.COM	75/563,137	
E-STAMP.COM	75/602,097	
THE INTERNET POSTAGE COMPANY	75/602,094	
THE INTERNET POSTAGE COMPANY	75/602,092	

CALIFORNIA

Mark	Application No.	Registration No.
E-STAMP.COM	N/A	51010
E-STAMP.COM	N/A	104948

ARGENTINA

Mark	Application No.	Registration No.
E-STAMP	2023438	1707082

AUSTRALIA

Mark	Application No.	Registration No.
E & Design	735561	735561
E & Design	796828	796828
E-STAMP	796827	
E-STAMP	703164	703164
E-STAMP INTERNET POSTAGE	764571	764571
ESTAMP	759833	759833
ESTAMP ELECTRONIC POSTAGE & Design	711341	711341

BRAZIL

Mark	Application No.	Registration No.
E & Design	819977357	
E-STAMP	819314854	819314854

CANADA

Mark	Application No.	Registration No.
E & Design	1018445	
E & Design	844618	
E-STAMP	1018444	
E-STAMP	805206	
E-STAMP.COM	1010964	
ESTAMP	875,256	

CHILE

Mark	Application No.	Registration No.

E-STAMP	337669	478442
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CHINA

E & Design	970050612	1209087
E-STAMP	960036782	1348722
ESTAMP ELECTRO NIC POSTAGE & Design	960087879	1108507

CZECH REPUBLIC

Mark	Application No.	Registration No.
E-STAMP	O-108909-96	202.989

EUROPEAN COMMUNITY

E & Design	517987	517987
E-STAMP	33530	33530
E-STAMP INTERNET POSTAGE	848457	848457
E-STAMP.COM	1127687	

HONG KONG

Mark	Application No.	Registration No.
E-STAMP	2420/96	5966/97

HUNGARY

Mark	Application No.	Registration No.
E-STAMP	M 96 00749	146309

INDONESIA

Mark	Application No.	Registration No.
E-STAMP	D96/5566	375767

ISRAEL

Mark	Application No.	Registration No.
E-STAMP	103711	103711

INDIA

Mark	Application No.	Registration No.
E-STAMP	700573	

JAPAN

Mark	Application No.	Registration No.
E & Design	115,998/97	4,332,078
E-STAMP INTERNET POSTAGE	49,167/98	4,366,488

MEXICO

Mark	Application No.	Registration No.
E & Design	294945	557169
E-STAMP	256013	657290
ESTAMP ELECTRONIC POSTAGE & Design	266596	534428

MALAYSIA

Mark	Application No.	Registration No.
E-STAMP	96/02841	96002841

NORWAY

Mark	Application No.	Registration No.
E-STAMP	961361	182157

NEW ZEALAND

E & Design	310890	310890
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E & Design	310889	310889
E-STAMP	310888	310888
E-STAMP	259265	259265
E-STAMP.COM	307426	307426
E-STAMP.COM	307425	307425
ESTAMP ELECTRONIC POSTAGE & Design	263866	B263866

PHILLIPPINES

Mark	Application No.	Registration No.
E-STAMP	107543	

POLAND

Mark	Application No.	Registration No.
E-STAMP	Z-156938	106839

ROMANIA

Mark	Application No.	Registration No.
E-STAMP	38721	27559

RUSSIAN FEDERATION

Mark	Application No.	Registration No.
E & Design	97707375	167515
E-STAMP	96702706	154827
ESTAMP ELECTRONIC POSTAGE & Design	96708428	159387

SAUDI ARABIA

Mark	Application No.	Registration No.
E-STAMP	34155	409/87

SINGAPORE

Mark	Application No.	Registration No.
E & Design	5522/97	T97/05522E
E-STAMP	1837/96	T96/01837G

SOUTH AFRICA

Mark	Application No.	Registration No.
E-STAMP	96/02518	96/02518

SOUTH KOREA

Mark	Application No.	Registration No.
E & Design	97-21481	414681
E-STAMP	96-9249	378864

SWITZERLAND

E & Design	3690/1997	446318
E-STAMP	1542/1996	437296

THAILAND

Mark	Application No.	Registration No.
E-STAMP	304710	KOR59765

TURKEY

Mark	Application No.	Registration No.
E-STAMP	96/4310	182044

TAIWAN

Mark	Application No.	Registration No.
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E & Design	86023515	00855286
E-STAMP	85-9204	00755569

YUGOSLAVIA

Mark	Application No.	Registration No.
E-STAMP	Z-340/96	41602