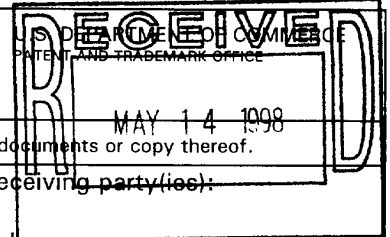


RE

05-29-1998

SET



To the Honorable Commissioner of

100722191

attached original documents or copy thereof.

med 5-14-98

1. Name of conveying party(ies):

The Street.Com, L.L.C.

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation
- Other: Delaware Limited Liability Company

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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other

Effective Date: May 7, 1998

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

Name: The Street.Com, Inc.

Street Address: 2 Rector Street, 14th Floor

City: New York State: New York Zip: 10006

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - 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

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

- A. Trademark Application No.(s)
- 75/317,234 75/139,980
 - 75/317,235 75/138,628
 - 75/316,996

B. Trademark registration No.(s)

Additional numbers attached? Yes No

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

Name: Hughes Hubbard & Reed LLP

Attn: Ronald Abramson, Esq.
Street Address: One Battery Park Plaza, 16th Floor

City: New York State: New York Zip: 10004-1482

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41):.....\$ 140.00

- Enclosed, Check No. 081370
- Authorized to be charged to deposit account

8. Deposit Account No.: 08-3264

05/28/1998 DCDATES 00000140 75317234

DO NOT USE THIS SPACE

01 FC:481 40.00 OP
02 FC:482 100.00 OP

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 of Person Signing
Ronald Abramson

Signature

5/12/98
Date: May 12, 1998

Total number of pages including cover sheet, attachments, and document: 6

Mail documents to be recorded with required cover sheet information to:
Box Assignment, U.S. Patent and Trademark Office, Assignment Division,
North Tower Building, 2800 Crystal Drive, Washington, D.C. 20231

CERTIFICATE OF MAILING

I hereby certify that this correspondence is being deposited with the U.S. Postal Service as first class mail in an envelope addressed to: Box Assignment, U.S. Patent and Trademark Office, Assignment Division, North Tower Building, 2800 Crystal Drive, Washington, D.C. 20231 on May 12, 1998 (Date of Deposit).

Monique Truong
Name

Signature

5/12/98
Date of Signature

TRADEMARK
REEL: 1731 FRAME: 0820

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"THE STREET.COM, L.L.C.", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "THE STREET.COM, INC." UNDER THE NAME OF "THE STREET.COM, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTH DAY OF MAY, A.D. 1998, AT 11:02 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2891726 8100M

981175154

AUTHENTICATION:

9068014

DATE:

TRADEMARK 05-07-98

REEL: 1731 FRAME: 0821

CERTIFICATE OF MERGER

OF

THE STREET.COM, L.L.C.
(a Delaware limited liability company)

INTO

THE STREET.COM, INC.
(a Delaware corporation)

Pursuant to the provisions of Section 264 of the Delaware General Corporation Law and Section 18-209 of the Delaware Limited Liability Company Act, The Street.Com, Inc., a Delaware corporation, does hereby certify:

FIRST: That the name and state of domicile of each of the constituent entities is as follows:

<u>NAME</u>	<u>STATE OF DOMICILE</u>
The Street.Com, L.L.C.	Delaware
The Street.Com, Inc.	Delaware

SECOND: That an agreement of merger between the parties to the merger (the "Plan of Merger") has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with the requirements of Section 264 of the Delaware General Corporation Law and Section 18-209 of the Delaware Limited Liability Company Act.

THIRD: That the name of the surviving corporation is The Street.Com, Inc. (the "Surviving Corporation").

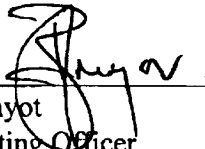
FOURTH: That the Certificate of Incorporation of the Surviving Corporation, a Delaware corporation, which will survive the merger, shall be the Certificate of Incorporation of the Surviving Corporation.

FIFTH: That the executed Plan of Merger is on file at the principal place of business of the Surviving Corporation, the address of which is: 2 Rector Street, 14th Floor, New York, New York 10006.

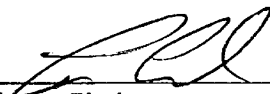
SIXTH: That a copy of the Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation or any member of any constituent limited liability company.

IN WITNESS WHEREOF, said Surviving Corporation has caused its corporate seal to be affixed and the Certificate to be signed by its President and Secretary, this 6th of May, 1998.

THE STREET.COM, INC.

By:  _____
Brendan Amyot
Chief Operating Officer

ATTEST:

By:  _____
Simon Clark
Secretary

USE-BASED SERVICE MARK APPLICATIONS PENDING IN THE U.S. PATENT AND
TRADEMARK OFFICE WHICH WERE FILED BY THE STREET.COM L.L.C. AND,
WHICH BY VIRTUE OF A MERGER, ARE NOW OWNED BY THE STREET.COM, INC.

Mark	Serial Number	Status
WRONG! (Class 36 and 42)	75/317,234	Response to Office Action filed via telephone 4/7/98; Awaiting Examiner's Amendment to issue
THESTREET.COM (Class 36)	75/317,235	Office Action issued on 4/3/98; Response due 10/3/98
THESTREET (Class 36)	75/316,996	Office Action issued on 4/3/98; Response due 10/3/98
THESTREET.COM (Class 42)	75/139,980	Published for opposition 9/16/97; Streetwise, Inc. and Buyside, Ltd filed Opposition #109,204; Oppositions pending and currently in discovery until 7/2/98; *
THESTREET (Class 42)	75/138,628	Published for opposition 9/23/97; Streetwise, Inc. and Buyside, Ltd filed Opposition #109,278; Oppositions pending and currently in discovery until 7/2/98; *

* Proceedings for the above two
marks have been consolidated.

W6-NY981180.058

RECORDED: 05/14/1998

TRADEMARK
REEL: 1731 FRAME: 0824