

11-17-1998

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(R)



REGISTRATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

100901054

To **Patents and Trademarks.** Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Community News Services, Inc.

Individual(s) Association

General Partnership Limited Partnership

Corporation-State, Colorado

Other _____

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

3. Nature of conveyance:

Assignment Merger

Security Agreement Change of Name

Other _____

Execution Date: January 23, 1996

MRS
11-10-98

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

Name: USA.NET, Inc.

Internal Address: _____

Street Address: 1155 Kelly Johnson Blvd., Suite 400

City: Boulder State: CO ZIP 80920

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation-State Colorado

Other _____

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

(Designation 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)
74/733,561, 74/384,239, 74/733,560

Additional numbers attached? Yes No

B. Trademark Registration No.(s)
2,161,201, 2,053,357

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

Name: John W. Crittenden, Esq.

Internal Address: Cooley Godward LLP

Street Address: One Maritime Plaza, 20th Floor

City: San Francisco State: CA ZIP 94111-3580

6. Total number of applications and registration involved: 5

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

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.

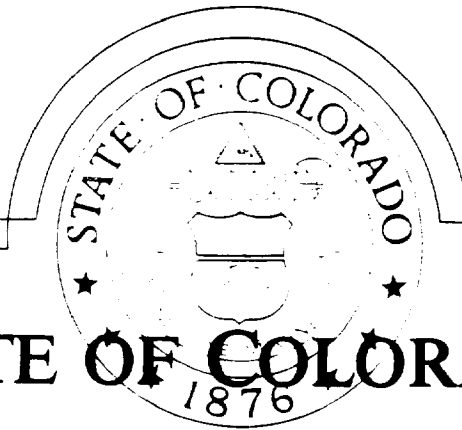
John W. Crittenden 11/4/98
(Name of Person Signing) Date

John W. Crittenden, Esq.

Total number of pages including cover sheet, attachments, and document: 3

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

11/17/1998 JMWTKINS 0000013 74733561
40.00
100.00



STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

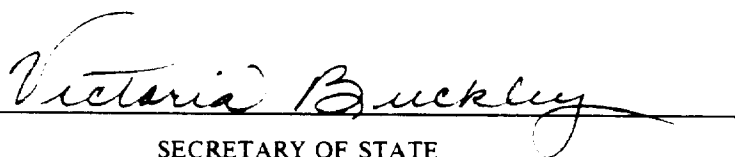
I, VICTORIA BUCKLEY, Secretary of State of the State of Colorado hereby certify that ACCORDING TO THE RECORDS OF THIS OFFICE, ARTICLES OF AMENDMENT WERE FILED ON JANUARY 23, 1996, CHANGING THE CORPORATE NAME OF

COMMUNITY NEWS SERVICE, INC.
(COLORADO CORPORATION)

TO

USA.NET, INC.

Dated: FEBRUARY 07, 1996


SECRETARY OF STATE

CHANGE OF NAME

Mail to: Secretary of State
Corporations Section
1580 Broadway, Suite 200
Denver, CO 80202
(303) 894-2251
Fax (303) 894-2242

For office use only

RECEIVED
SECRETARY OF STATE
23

JUST BE TYPED
FILING FEE: \$25.00
MUST SUBMIT TWO COPIES

FILED COPY

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION

Please include a typed
self-addressed envelope

Pursuant to the provisions of the Colorado Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is Community News Service, Inc.

SECOND: The following amendment to the Articles of Incorporation was adopted on December 11,
19 95, as prescribed by the Colorado Business Corporation Act, in the manner marked with an X
below:

- No shares have been issued or Directors Elected - Action by Incorporators
- No shares have been issued but Directors Elected - Action by Directors
- Such amendment was adopted by the board of directors where shares have been issued.
- Such amendment was adopted by a vote of the shareholders. The number of shares voted for the amendment was sufficient for approval.

Article I

The name of the corporation is:

USA.NET, Inc.

THIRD: The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be affected, is as follows:

If these amendments are to have a delayed effective date, please list that date: _____
(Not to exceed ninety (90) days from the date of filing)

By Thomas M. King
its Secretary
Title