

12-14-1998

Attorney Docket No. 18656-1

FORM PTO-1594
1-31-92

U.S. DEPARTMENT OF COMMERCE
Patents and Trademark Office



To the Honorable Commissioner of Patents and T

uments or copy thereof.

1. Name of conveying party(ies):

100920824

of receiving party(ies)

MSVN, INC.

Name:

ADAUCTION.COM, INC.

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

Internal Address:

Street Address:

188 Embarcadero, #200

Corporation-State: Delaware

City: San Francisco State: CA ZIP: 94105

Other

Individual(s) citizenship

Additional name(s) of conveying parties attached? Yes No

Association

3 Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other:

General Partnership

Limited Partnership

Corporation-State: Delaware

Other

Execution Date: October 13, 1997

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 names and addresses attached? Yes No

MRD 12.7.98

4. Application Number(s) or Registration Number(s).

A. Trademark Application No(s): 75/375548

B. Trademark Registration No(s):

Additional numbers attached? Yes No

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

6. Total number of applications and registrations involved 1

Name: Mark A. Steiner
TOWNSEND AND TOWNSEND AND CREW LLP
Two Embarcadero Center, 8th Floor
San Francisco, California 94111-3834
(415) 576-0200

7. Total fee (37 CFR 3.41): \$40.00 **E**

Enclosed Charge Fees to Deposit Account

Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment, to deposit account.

8. Deposit account number: 20-1430

(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 is true and correct and any attached copy is a true copy of the original document.

Mark A. Steiner
Name of Person Signing

Signature

Date

12-3-98

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

10. Change Correspondence Address to that of Part 5? Yes No

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover to:

Asst. Commissioner for Trademarks
Box: Assignments
Washington, D.C. 20231

12/10/1998
JWA/KLS
00000184
E01430
75/375548
40.00 US

TRADEMARK
REEL: 1825 FRAME: 0228

1. Additional name(s) of conveying party(ies):
(Continued from Page 1)

2. Additional name(s) and address(es) of receiving party(ies):
(Continued from Page 1)

3. Additional application number(s) or patent number(s):
(Continued from Page 1)

A. Patent Application No.(s)

B. Patent No.(s)

SF 181439 v1

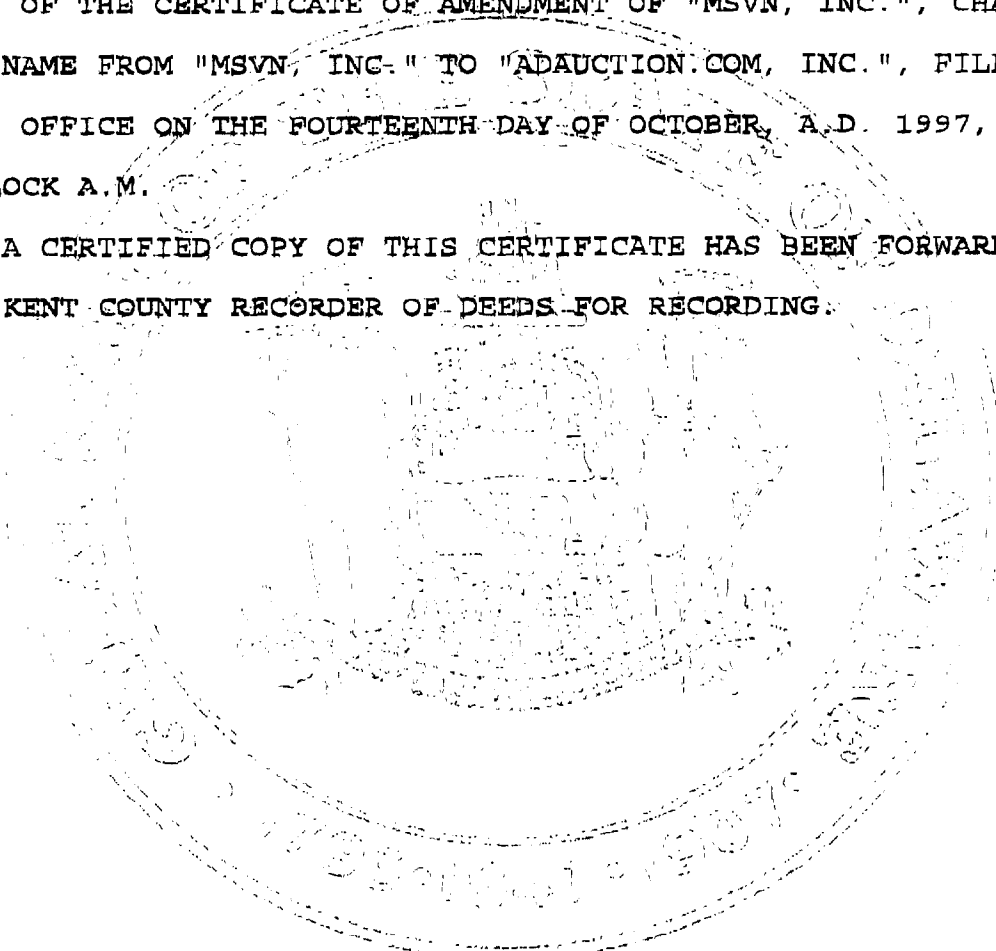
State of Delaware

PAGE 1

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 AMENDMENT OF "MSVN, INC.", CHANGING ITS NAME FROM "MSVN, INC." TO "ADAUCTION.COM, INC.", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF OCTOBER, A.D. 1997, AT 9 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS FOR RECORDING.



Edward J. Freel

Edward J. Freel, Secretary of State

2803828 8100

AUTHENTICATION: 8700453

971344876

DATE: 10-14-97

TRADEMARK
REEL: 1825 FRAME: 0230

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 10/14/1997
971344876 - 2803888

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
MSVN, INC.**

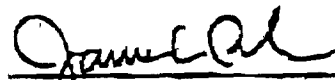
The undersigned hereby certifies that:

1. He is the sole Incorporator of MSVN, Inc., a Delaware corporation.
2. The Certificate of Incorporation of this corporation was originally filed with the Secretary of State of Delaware on October 2, 1997.
3. No directors were named in the original Certificate of Incorporation and none have been elected.
4. This corporation has not received payment for any of its stock.
5. Pursuant to Section 241 of the General Corporation Law of the State of Delaware, this Certificate of Amendment of Certificate of Incorporation amends Article I of this corporation's Certificate of Incorporation to read in its entirety as follows:

"The name of the corporation is AdAuction.com, Inc. (the "Corporation")."

6. The foregoing Certificate of Amendment has been duly adopted by this corporation's sole Incorporator in accordance with the applicable provisions of Section 241 of the General Corporation Law of the State of Delaware.

Executed at Menlo Park, California, October 13, 1997.


James L. Brock, Incorporator

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