

MRD 2-4-99

FORM PTO-1594
1-31-92

02-08-1999

U.S. DEPARTMENT OF COMMERCE
Patents and Trademark Office



100959838

To the Honorable Commissioner of Patents and

Documents or copy thereof.

1. Name of conveying party(ies):

Name(s) of receiving party(ies)

R Acquisition, Inc.

Reel.com, Inc.

- Individual(s)
- General Partnership
- X Corporation-State: Delaware
- Other
- Additional name(s) of conveying parties attached? Yes No

Internal Address:
Street Address: 9275 Peyton Lane
City: Wilsonville State: OR ZIP: 97070

- Association
- Limited Partnership
- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- X Corporation-State: Delaware
- 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 names and addresses attached? Yes No

3. Nature of conveyance:

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

Execution Date: October 1, 1998

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

A. Trademark Application No(s): 75/275604

B. Trademark Registration No(s):

Additional numbers attached? X Yes No

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

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

6. Total number of applications and registrations involved 14

7. Total fee (37 CFR 3.41): \$365.00

- 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)

02/05/1999 SBURMS 00000230 201430 75275604
01 FC:481 40.00 CH
02 FC:482 325.00 CH

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

2-1-99

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

TRADEMARK
REEL: 1849 FRAME: 0392

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) :
(Continued from Page 1)

A. Trademark Application No.(s)

B. Registration No.(s)

75/550260

75/546866

75/458649

75/220270

75/485798

75/185892

75/536746

75/564576

75/550180

75/190262

75/547842

75/564393

75/275620

State of Delaware
Office of the Secretary of State PAGE 1

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 "R ACQUISITION, INC.", CHANGING ITS NAME FROM "R ACQUISITION, INC." TO "REEL.COM, INC.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF OCTOBER, A.D. 1998, AT 9 O'CLOCK A.M.

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



Edward J. Freel, Secretary of State

2925713 8100

981416602

AUTHENTICATION:

9377937

DATE:

10-28-98

~~OCT 28 08 02 PM~~ NCR PH# 734-1450
SECRETARY OF STATE
DIVISION OF CORPORATIONS
OCT 28 09:00 AM 10/28/1998
381416602 - 2925713

NCR PH# 734-1450

FAX NO. 3027341478

P. 02

**CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION
OF
R ACQUISITION, INC.**

R ACQUISITION, INC., a Delaware corporation, HEREBY CERTIFIES AS
FOLLOWS:

1. The name of the corporation is R Acquisition, Inc. (the "Corporation").
2. The certificate of incorporation of the Corporation is hereby amended by striking out Article I thereof and by substituting in lieu of said Article the following new Article:

"ARTICLE I

Name

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

3. The amendment of the certificate of incorporation herein certified has been duly adopted in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, R ACQUISITION, INC. has caused this certificate to be signed by Donald J. Ekman, its Secretary, this 1st day of October, 1998.

R ACQUISITION

By: 

Secretary