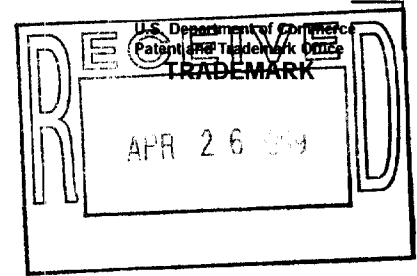


05-04-1999



MRD
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RECORDATION FORM COVER SHEET
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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)
Document ID #

Correction of PTO Error
Reel # Frame #

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Reel # Frame #

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger Effective Date
Month Day Year

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

05/03/1999 DNGUYEN 00000171 75451196

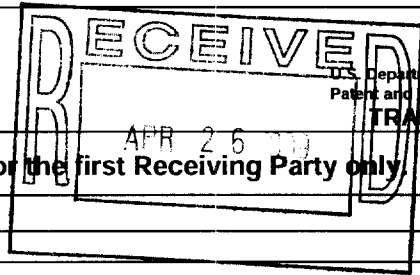
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Domestic Representative Name and Address

Enter for the first Receiving Party only

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75451196"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1957864"/>	<input type="text" value="1662350"/>	<input type="text"/>
<input type="text" value="75440873"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1653036"/>	<input type="text" value="2201095"/>	<input type="text"/>
<input type="text" value="75342595"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2192183"/>	<input type="text" value="2047151"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Mitchell P. Brook
Name of Person Signing

Signature

4/26/99
Date Signed

**CERTIFICATE OF AMENDMENT
OF
RESTATED CERTIFICATE OF INCORPORATION
OF
COMPS INFOSYSTEMS, INC.**

COMPS INFOSYSTEMS, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Restated Certificate of Incorporation of said corporation:

WHEREAS, it is deemed to be in the best interest of the Corporation and its stockholders to amend the Corporation's Restated Certificate of Incorporation.

THEREFORE, BE IT RESOLVED, that the Corporation's Restated Certificate of Incorporation be amended by changing Article I thereof so that, as amended, said Article I shall read as follows:

"ARTICLE I

The name of the Corporation is **COMPS.COM, INC.**"

SECOND: That in lieu of a meeting and vote of stockholders, a majority of the outstanding stock entitled to vote on this amendment and a majority of the outstanding stock of each class entitled to vote on this amendment as a class have given their written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with Sections 242 and 228 of the General Corporation Law of the State of Delaware.

Dated: December 31, 1998

COMPS INFOSYSTEMS, INC.

By: 
Christopher A. Crane, President

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 01/20/1999
991023435 - 2431504

TRADEMARK
REEL: 1891 FRAME: 0173

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 "COMPS INFOSYSTEMS, INC.", CHANGING ITS NAME FROM "COMPS INFOSYSTEMS, INC." TO "COMPS.COM, INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF JANUARY, A.D. 1999, AT 9 O'CLOCK A.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

2431504 8100

991023435

AUTHENTICATION:

9530571

DATE:

01-20-99

RECORDED: 04/26/1999

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REEL: 1891 FRAME: 0174