

06-17-1999

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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

06-07-1999

U.S. Patent & TMO/TM Mail Rpt Dt #51

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy.

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment
 - License
 - Security Agreement
 - Nunc Pro Tunc Assignment
 - Merger
 - Change of Name
 - Other
- Effective Date
Month Day Year

01 1 99

Conveying Party

- Mark if additional names of conveying parties attached
- Name Execution Date
Month Day Year

01 1 99
- 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
 - Corporation
 - Association
 - Other
 - Citizenship/State of Incorporation/Organization
- 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.)

FOR OFFICE USE ONLY

06/17/1999 NTHA11 00000004 75568777

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

TRADEMARK

REEL: 001914 FRAME: 0358

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="75568777"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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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: #

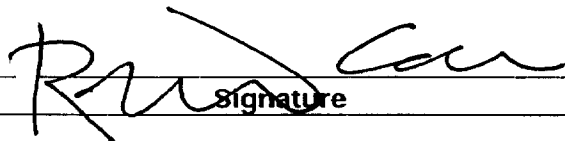
Authorization to charge additional fees: Yes No

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.

Raymond Cohen

Name of Person Signing



Signature

June 2, 1999

Date Signed

**REGISTRATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

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Trademark Application Number(s)

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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 "THE GRAYCON GROUP, INC.", CHANGING ITS NAME FROM "THE GRAYCON GROUP, INC." TO "TRAVELCLICK, INC.", FILED IN THIS OFFICE ON THE TWENTY-SIXTH 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.

1999 JAN 26



Edward J. Freel

Edward J. Freel, Secretary of State

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TRADEMARK

REEL: 001914 FRAME: 0361

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

The Graycon Group, 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 Certificate of Incorporation of said
corporation:


RESOLVED, that the Certificate of Incorporation of The Graycon Group, Inc. be amended by
changing the First Article thereof so that, as amended, said Article shall be and read as follows:


"The name of the corporation (hereinafter called the "corporation") is TravelCLICK, Inc."

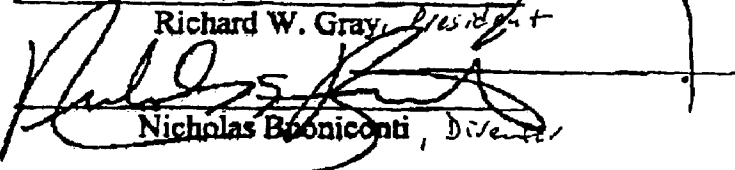
SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have
given unanimous written consent to said amendment in accordance with the provisions of
Section 228 of the General Corporation Law of the State of Delaware,

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

IN WITNESS WHEREOF, said Officers have caused this certificate to be signed by Raymond D. Cohen, Richard Gray and Nicholas Buoniconti, constituting the entire Board of Directors, this 1st day of January 1999.

By 
 Raymond D. Cohen, Exec. VP


 Richard W. Gray, President


 Nicholas Buoniconti, Director

Dated: January 14, 1999