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U.S. DEPARTMENT OF COMMERCE
Patent And Trademark Office

To the Honorable Commissioner of Patents

101116242

(Attached original document or copy thereof.)

1. Name of conveying party(ies):

Ethos Communications Corp.

- Individual(s)
- General Partnership
- Corporation-State of Oklahoma
- Other _____

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

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

Name: Catalog.com, Inc.
Street Address: 14000 Quail Springs Parkway, Suite 3600
City: Oklahoma City State: Oklahoma Zip: 73134

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporate-State of Oklahoma
- Other _____

3. Nature of conveyance:

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

Execution Date: April 14, 1999

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(s) & address(es):
 Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No(s)
75/588,068
75/280,058
75/280,054

B. Trademark Registration No(s)
2,248,610

Additional numbers attached? Yes No

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

Name: Mary M. Lee, P.C.
Street Address: 3441 W. Memorial Road, Suite #8
City: Oklahoma City State: Oklahoma Zip: 73134

6. Total number of applications and registrations involved:.....[4]

7. Total fee (37CFR 3.41):.....\$160.00
 Enclosed
 Charge any deficit and credit any overpayment to Deposit Account No. 50-0464

8. Deposit Account No.: 50-0464
(Attach duplicate copy of this page if paying by deposit account)

Repl. Ref: 08/12/1999 BCDATES 0014532800
Name/Number: 75588068
FC: 704 (\$45.00 CR)

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.

Mary M. Lee
Name of Person Signing

Mary M. Lee
Signature

August 3, 1999
Date

08/12/1999 BCDATES 00000001 75588068 Total number of pages comprising cover sheet: [3]

01 FC:481 40.00 OP
02 FC:482 75.00 OP

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Mail documents to be recorded with cover sheet information to:
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Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Object (0651-0011), Washington, D.C. 20503.

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
ETHOS COMMUNICATIONS CORP.

FILED
APR 14 1999
OKLAHOMA SECRETARY
OF STATE

STATE OF OKLAHOMA)
) SS:
COUNTY OF OKLAHOMA)

TO THE SECRETARY OF STATE OF THE STATE OF OKLAHOMA:

ETHOS COMMUNICATIONS CORP., a corporation organized and existing under the laws of the State of Oklahoma (the "Corporation"), for the purpose of amending its Certificate of Incorporation pursuant to Section 1077 of the Oklahoma General Corporation Act (the "Act"), does hereby certify:

FIRST: that the Certificate of Incorporation of the Corporation is hereby amended by revising Article I to read in its entirety as follows:

ARTICLE I

Name

The name of the Corporation is: Catalog.com, Inc.

SECOND: that the Certificate of Incorporation of the Corporation is hereby amended by revising Article VI to read in its entirety as follows:

ARTICLE VI

Authorized Capital

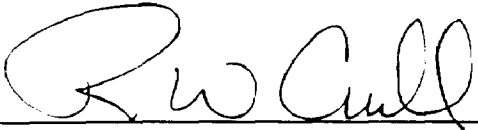
The total number of shares of all classes of stock which the Corporation shall have the authority to issue is 21,000,000 shares, divided into classes designated as follows: (i) 19,000,000 shares of common stock, par value \$.01 per share (the "Common Stock"); and (ii) 2,000,000 shares of preferred stock, par value \$.01 per share (the "Preferred Stock").

THIRD: that the Certificate of Incorporation of the Corporation is hereby amended by deleting Article XIV thereof.


FOURTH: That said amendments were duly adopted in accordance with Section 1077 of the Act, after being proposed by the directors and submitted to the shareholders in the manner prescribed in Section 1077 of the Act and adopted by the shareholders in accordance with Section 1073 of the Act; that said amendments shall become effective in accordance with the provisions of Section 1007 of the Act, and that written notice has been given as provided in Section 1073 of the Act to those shareholders who have not consented in writing to said amendments.

IN WITNESS WHEREOF, the undersigned has caused this Certificate to be signed by its President and attested to by its Secretary this 12th day of April, 1999.

ETHOS COMMUNICATIONS CORP.

By: 
Robert W. Crull, President

ATTEST:


Douglas A. Branch, Secretary

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