



101178155

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original document or copy thereof.

1. Name of conveying party(ies):  
 ARTUFRAME.COM, INC. 10-15-99

Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation - State      DELAWARE  
 Other \_\_\_\_\_

Additional names of conveying parties attached?  Yes  No

2. Name and address of receiving party:

Name: ART.COM, INC.

Internal Address: \_\_\_\_\_

Street Address: 13820 POLO TRAIL DRIVE

City: LAKE FOREST State: IL ZIP: 90045

3. Nature of conveyance:

Assignment:       Merger  
 Security Agreement       Change of Name  
 Other \_\_\_\_\_

Execution Dates:  
 1) December 29, 1998      3) \_\_\_\_\_  
 2) \_\_\_\_\_      4) \_\_\_\_\_

Individual(s) citizenship \_\_\_\_\_  
 Association  
 General Partnership       Limited Partnership  
 Corporation - State      DELAWARE  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No

(Designations must be a separate document from Assignment)  
 Additional name(s) & address(es) attached:  Yes  No

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

A. Trademark Application No(s).  
75/559,536      75/533,290  
75/559,535      75/548,789  
75/533,139      75/533,826

B. Trademark Registration No(s).

Additional numbers attached?  Yes  No

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

Name: WILLIAM O. FERRON, JR.

Internal Address: SEED AND BERRY LLP  
6300 COLUMBIA CENTER

Street Address: 701 FIFTH AVENUE

City: SEATTLE State: WA ZIP: 98104-7092

6. Total number of applications and registrations involved.....6

7. Total Fee (37 CFR 3.41): .....\$165.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
19-1090  
 (Attach duplicate copy of this page if paying by deposit account)

10/22/1999 DNGUYEN 00000070 75559536

01 FC:481      40.00 OP  
 02 FC:482      125.00 OP

DO NOT USE THIS SPACE

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.*

WILLIAM O. FERRON, JR.      [Signature]      10-7-99  
 Name of Person Signing      Signature      Date

Total number of pages including cover sheet, attachments, and document: 2

AMENDMENT TO  
RESTATED CERTIFICATE OF INCORPORATION OF  
ARTUFRAME.COM, INC.

artuframe.com, Inc., a corporation organized and existing under and by virtue of the provisions of the General Corporation Law of the State of Delaware (the "GCL"), DOES HEREBY CERTIFY THAT:

FIRST: The name of this corporation is artuframe.com, Inc. and that this corporation was originally incorporated pursuant to the GCL on September 30, 1998 under this name.

SECOND: The Board of Directors duly adopted resolutions proposing to amend the Restated Certificate of Incorporation of this corporation, declaring said amendment to be advisable and in the best interests of this corporation, and authorizing the appropriate officers of this corporation to solicit the consent of the stockholders therefor, which resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Board of Directors of the Corporation has determined that it is advisable and in the best interests of the Corporation that Article I of the Restated Certificate of Incorporation of the Corporation be amended to read in its entirety as follows (the "Name Change"):

The name of this corporation is art.com, Inc.

THIRD: The foregoing amendment was approved by the holders of the requisite number of shares of this corporation in accordance with Section 228 of the GCL.

FOURTH: Said amendment was duly adopted in accordance with the provisions of Section 242 of the GCL.

IN WITNESS WHEREOF, this Amendment to the Restated Certificate of Incorporation has been executed by the President and Secretary of this corporation on the 29<sup>th</sup> day of December, 1998.

  
\_\_\_\_\_  
William A. Lederer, President

  
\_\_\_\_\_  
William A. Lederer, Secretary