



ZIFF-DAVIS
a SOFTBANK
company
www.zd.com

28 East 28th Street
New York, NY 10016
Tel: 212-503-3500
Fax: 212-503-3581

Legal Department

01-21-2000



101225595

November 23, 1999
Via Facsimile: (703)308-7124

RECORDATION FORM COVER SHEET - TRADEMARKS

MRD 11/23/99
Hon. Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231
Attn: Rhonda Nicol

Re: Recordal of Change of Name
From: Ziff-Davis Inc.
To: ZD Inc.

Sir:

Please record the attached original documents or copy thereof:

1. Name of conveying party(ies):
Ziff-Davis Inc., a Delaware Corporation;
2. Name and address of receiving party(ies):
ZD Inc., a Delaware Corporation;
28 East 28th Street
New York, New York 10016
3. Nature of conveyance: Change of Name
Date of execution: May 1, 1998
4. Trademark registration number: 1,514,100
5. Please address all correspondence in this matter to:
Andrea Van Kampen, Esq.
ZD Inc.
28 East 28th Street
New York, NY 10016
(212) 503-3571

Change 4000
TRADEMARK
REEL: 001981 FRAME: 0076

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Re: Recordal of Change of Name
From: Ziff-Davis Inc.
To: ZD Inc.

6. Total number of registrations involved: 1

7. Total fee enclosed: \$40.00

Please charge our deposit account No. 26-0235 the sum of \$40.00 to cover the fee for Recordal of Change of Name. Please charge any deficiency or credit any overcharge to said Deposit Account.

8. 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.

Sincerely,



Andrea Van Kampen

November 23, 1999

Total number of pages comprising cover sheet: 2

CERTIFICATE OF FACSIMILE TRANSMISSION

FACSIMILE NUMBER: (703)308-7124 - Assignment Branch

I CERTIFY THAT THIS CORRESPONDENCE IS BEING SENT BY FACSIMILE TRANSMISSION VIA THE ABOVE FACSIMILE NUMBER TO: HON. COMMISSIONER OF PATENTS AND TRADEMARKS, BOX ASSIGNMENTS, WASHINGTON, D.C. 20231, ATTN: RHONDA NICOL on November 23, 1999.

Signature:


Marilyn F. Kelly

State of Delaware
Office of the Secretary of State

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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 "ZIFF-DAVIS INC.", CHANGING ITS NAME FROM "ZIFF-DAVIS INC." TO "ZD INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF MAY, A.D. 1998, AT 12:30 O'CLOCK P.M.




Edward J. Freel, Secretary of State

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991389606

AUTHENTICATION: 9975425

DATE: 09-17-99

TRADEMARK
REEL: 001981 FRAME: 0078

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
ZIFF-DAVIS INC.

Pursuant to Section 242 of the General
Corporation Law of the State of Delaware

Ziff-Davis Inc., a corporation duly organized and
existing under the General Corporation Law of the State of
Delaware (the "Corporation"), does hereby certify as
follows:

FIRST. The Board of Directors of the Corporation
duly adopted a resolution setting forth and declaring
advisable the amendment of Article First of the certificate
of incorporation of the Corporation so that, as amended,
said Article shall read as follows:

"FIRST: The name of the Corporation is 2D Inc."

SECOND. In lieu of a vote of stockholders,
written consent to the foregoing amendment has been given by
the holder of all of the outstanding stock entitled to vote
thereon in accordance with the provisions of Section 228 of
the General Corporation Law of the State of Delaware; and
such amendment has been duly adopted in accordance with the
provisions of Section 242 of the General Corporation Law of
the State of Delaware.

IN WITNESS WHEREOF, the Corporation has caused
this Certificate of Amendment to be executed and

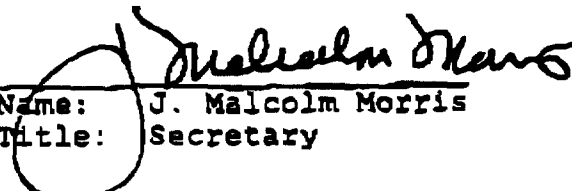
acknowledged by its duly authorized officers this 1st day of
May, 1998.

ZIFF-DAVIS INC.

By: 

Name: Eric Hippeau
Title: Chairman

ATTEST:


Name: J. Malcolm Morris
Title: Secretary