



101204446

Handwritten: 11-12-99

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

1. Name of conveying party(ies):
NTH DIMENSION CORPORATION

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - State WASHINGTON
 Other _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party:

Name: POINT.COM, INC.

Internal Address: _____

Street Address: 19015 NORTH CREEK PARKWAY

City: BOTHELL State: WA ZIP: 98011

Individual(s) citizenship _____
 Association _____
 General Partnership Limited Partnership
 Corporation - State WASHINGTON
 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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Dates:
 1) April 20, 1999 3) _____
 2) _____ 4) _____

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

A. Trademark Application No(s).			B. Trademark Registration No(s).		
<u>75/587,984</u>	<u>75/625,836</u>	<u>75/553,553</u>	<u>2,052,651</u>		
<u>75/587,985</u>	<u>75/625,837</u>	<u>75/553,782</u>	<u>2,027,075</u>		
<u>75/587,982</u>	<u>75/587,983</u>		<u>2,210,175</u>		

Additional numbers attached? Yes No

6. Total number of applications and registrations involved..... 11

7. Total Fee (37 CFR 3.41): \$290.00

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)

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..... 11

7. Total Fee (37 CFR 3.41): \$290.00

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)

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01 FC:481

020 FC:481

40.00 OP
250.00 OP

DO NOT USE THIS SPACE

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]* 11-8-99
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 3

FOURTH AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
NTH DIMENSION CORPORATION

FILED
STATE OF WASHINGTON

APR 20 1999

Pursuant to RCW 23B.10.070 of the Washington Business Corporation Act, the following Fourth Amended and Restated Articles of Incorporation of Nth Dimension Corporation (the "Corporation") are hereby submitted for filing:

RALPH W. JONES
SECRETARY OF STATE

ARTICLE I

The name of this corporation is Point.com, Inc. (the "Corporation").

ARTICLE II

(A) **Authorized Capital.** The Corporation is authorized to issue two classes of stock to be designated, respectively, "Common Stock" and "Preferred Stock." The total number of shares which the Corporation is authorized to issue is Twenty Nine Million Two Hundred Eighty-Five Thousand Seven Hundred (29,285,700) shares, without par value. Twenty Million (20,000,000) shares shall be Common Stock and Nine Million Two Hundred Eighty-Five Thousand Seven Hundred (9,285,700) shares shall be Preferred Stock.

(B) **Rights, Preferences and Restrictions of Preferred Stock.** The Preferred Stock authorized by these Amended and Restated Articles of Incorporation may be issued from time to time in one or more series. The first series of Preferred Stock shall be designated "Series A Preferred Stock" and shall consist of Two Hundred Eighty Five Thousand Seven Hundred (285,700) shares. The second series of Preferred Stock shall be designated "Series B Preferred Stock" and shall consist of One Million Five Hundred Thousand (1,500,000) shares. The third series of Preferred Stock shall be designated "Series C Preferred Stock" and shall consist of Seven Million Five Hundred Thousand (7,500,000) shares. The rights, preferences, privileges, and restrictions granted to and imposed on the Series A, Series B and Series C Preferred Stock are as set forth below in this Article II(B).

1. **Dividend Provisions.**

(a) Subject to the rights of series of Preferred Stock which may from time to time come into existence, the holders of shares of Series A, Series B and Series C Preferred Stock shall be entitled to receive dividends, out of any assets legally available therefor, prior and in preference to any declaration or payment of any dividend (payable other than in Common Stock or other securities and rights convertible into or entitling the holder thereof to receive, directly or indirectly, additional shares of Common Stock of the Corporation) on the Common Stock of the Corporation, at the rate of eight percent (8%) of the Series A Purchase Price, Series B Purchase Price or Series C Purchase Price (each as defined in Section 2(a) of this Article II(B)), as the case may be, per share per annum on each outstanding share of Series A, Series B and Series C Preferred Stock, payable quarterly when, as and if declared by the Board of Directors. Such dividends shall not be cumulative.

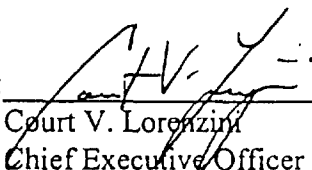
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such action as is necessary to carry out these indemnification and expense advancement provisions. It is expressly empowered to adopt, approve, and amend from time to time such Bylaws, resolutions, contracts, or further indemnification and expense advancement arrangements as may be permitted by law, implementing these provisions. Such Bylaws, resolutions, contracts or further arrangements shall include but not be limited to implementing the manner in which determinations as to any indemnity or advancement of expenses shall be made. No amendment or repeal of this Article shall apply to or have any effect on any right to indemnification provided hereunder with respect to acts or omissions occurring prior to such amendment or repeal.

The undersigned, as Chief Executive Officer of this Corporation, executes these Fourth Amended and Restated Articles of Incorporation this 20th day of April, 1999.

NTH DIMENSION CORPORATION

By: _____


Court V. Lorenzini
Chief Executive Officer