

01-12-2000

Attorney Docket No. 15047-0



FORM PTO-1595 (Rev. 6-93)

U.S. Department of Commerce Patent and Trademark Office

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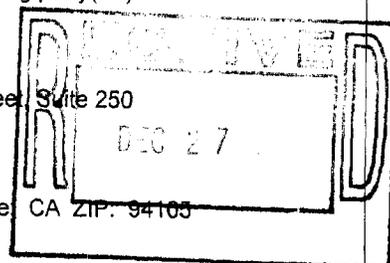
To the Honorable Asst. Commissioner for Trade

Documents or copy thereof

1. Name of conveying party(ies): American Information Company  
Additional name(s) of conveying parties attached?  Yes  No

Handwritten: *NEED*  
*12-26-99*

2. Name and address of receiving party(ies)  
Name: Consumers Car Club  
Internal Address: 221 Main Street, Suite 250  
Street Address: Same  
City: San Francisco State: CA ZIP: 94105



3. Nature of conveyance:  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other:  
Execution Date: July 19, 1999

Additional names and addresses attached?  Yes  No

4. Application Number(s) or Patent Numbers.  
If this document is being filed together with a new application, the execution date of the application is:  
A. Trademark Application No(s): 75/220,618, 75/220,737, 75/220,798, 75/220,793 and 75/762,763  
B. Registration No(s): 2,170,547, 2,174,069, 2,014,474 and 2,188,852  
Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: R. Gwen Peterson  
TOWNSEND AND TOWNSEND AND CREW LLP  
Two Embarcadero Center, 8<sup>th</sup> Floor  
San Francisco, California 94111-3834  
(415) 576-0200

6. Total number of applications and registered marks involved 9  
7. Total fee (37 CFR 3.41): \$40.00  
 Enclosed  Charge Fees to Deposit Account  
 Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment, to deposit account.  
8. Deposit account number: 20-1430

DO NOT USE THIS SPACE

9. Statement and signature.  
*To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true of copy of the original document.*  
  
R. Gwen Peterson Name of Person Signing  
*[Signature]* Signature  
12/21/99 Date  
Atty Reg. No. 39,731 Total number of pages including cover sheet, attachments and document 4

10. Change Correspondence Address to that of Part 5?  Yes  No

OMB No. 0651-0011 (exp. 4/94)

Mail documents to be recorded with required cover to: Do not detach this portion

01/11/2000 DNGUYEN 00000192 201430 75220618  
01 FC:481 40.00 CH  
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Asst. Commissioner for Trademarks  
Box: Assignments  
2900 Crystal Drive  
Arlington, VA 22202-3513



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

*IN WITNESS WHEREOF*, I execute this certificate and affix the Great Seal of the State of California this day of

JUL 21 1999



*Bill Jones*

Secretary of State

"California law" shall to that extent be deemed to refer to California law as so amended. Any repeal or modification of this Article IV shall only be prospective and shall not affect the rights under this Article IV in effect at the time of the alleged occurrence of any act or omission to act giving rise to liability or indemnification.

#### ARTICLE V

Any of the following actions shall require the prior approval (by vote or written consent) of the shareholders entitled to exercise not less than seventy five percent (75%) of the voting power of this Corporation, notwithstanding that applicable law would otherwise permit those actions with the approval of a lesser percentage:

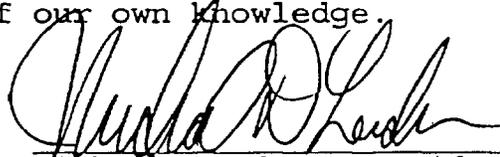
1. a merger, share exchange or business combination in which the existing shareholders immediately prior to the effective date thereof cease to own greater than fifty percent (50%) of the outstanding common stock of the Corporation; and
2. a sale of substantially all of the Corporation's assets.

THREE: The foregoing amendment and restatement of the Corporation's Articles of Incorporation has been duly approved by the Board of Directors of the Corporation.

FOUR: The foregoing amendment and restatement of the Corporation's Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with the Articles of Incorporation of the Corporation and Sections 902 and 903 of the California Corporations Code. The Corporation has one class of shares outstanding that is entitled to vote with respect to the amendment and restatement. The number of outstanding shares of the Corporation is 176,444,843 shares of Common Stock. There are no outstanding shares of Series A Preferred Stock, Series B Preferred Stock or Series C Preferred Stock. The number of shares voting in favor of the amendment and restatement equaled or exceeded the vote required. The percentage vote required was more than 50% of the outstanding Common Stock.

We further declare under penalty of perjury under the laws of the State of California that matters set forth in this Certificate are true and correct of our own knowledge.

Date: July 19, 1999



Michael London, President and Chief  
Financial Officer

