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Expires 06/30/99
OMB 0651-0027



03-15-2000

02-18-2000

U.S. Patent & TMO/c/TM Mail Ropt Dt. #22



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- Correction of PTO Error
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Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
Effective Date
Month Day Year _____
- Change of Name 10/7/99
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name benefitStreet.com, Inc.

2/15/00

Formerly BeneQuest.com, Inc.

- Individual General Partnership Limited Partnership Corporation Association
- Other _____

Citizenship/State of Incorporation/Organization

California

Receiving Party

Mark if additional names of receiving parties attached

Name benefitStreet.com, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 2420 Camino Ramon

Address (line 2) Suite 208

Address (line 3) San Ramon

City

CA

State/Country

94583

Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other _____

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization

California

03/14/2000 BCDATES 00000120 75816889

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01 FC:481
02 FC:482

40.00 OP
25.00 OP

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TRADEMARK
REEL: 002033 FRAME: 0813

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="75816889"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75816342"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Suzan S. Rowland, Esq.

Attorney-in-Fact

Name of Person Signing


Signature

2/15/00

Date Signed

A0532415

ENDORSED-FILED
IN THE OFFICE OF THE
SECRETARY OF STATE
OF THE STATE OF CALIFORNIA

OCT -7 1999

**CERTIFICATE OF AMENDMENT OF
AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
BENEQUEST.com, INC.**

BILL JONES, SECRETARY OF STATE

Ken Weida and James M. Drury certify that:

1. They are the President and Secretary, respectively, of BeneQuest.com, Inc., a California corporation.

2. Article FIRST of the articles of incorporation of this corporation is hereby amended to read in full as follows:

FIRST: The name of the corporation is:

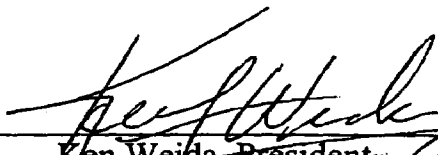
BENEFITSTREET.com, INC.

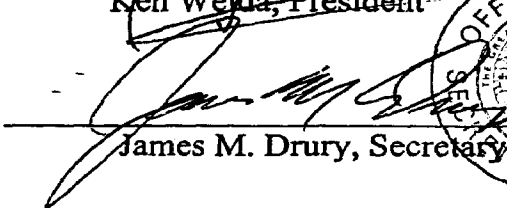
3. The foregoing amendment of the articles of incorporation has been duly approved by the Board of Directors of the corporation.

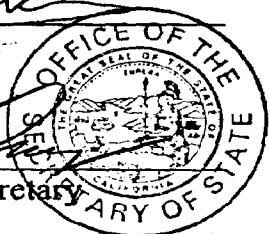
4. The foregoing amendment of articles of incorporation has been duly approved by the required vote of the shareholders in accordance with Section 902 and Section 903 of the California Corporations Code. The total number of outstanding shares of the corporation is Nineteen Million Nine Hundred Ninety-Nine Thousand Nine Hundred Ten and Two-Tenths shares of Common Stock and One Million Nine Hundred Ninety Thousand shares of Series A Preferred Stock. The number of shares voting in favor of the amendment equalled or exceeded the vote required. The percentage vote required was more than 50% of the outstanding shares of Common Stock and Series A Preferred Stock, voting together as a single class.

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

Executed at San Ramon, California, on October 6, 1999.


Ken Weida, President


James M. Drury, Secretary



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RECORDED: 02/18/2000

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