

3,300

04-14-2000



101319325

To the Honorable Commissioner of Patents and Trademarks, original documents or copy thereof.

1. Name of conveying party(ies): **Sage Enterprises, Inc.**

20 MAR -3 AM 11:30

PROPERTY FINANCE

Individual(s) Assignment
 General Partnership Limited Partnership
 Corporation-State: **Massachusetts**
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: **PlanetAll.com, Inc.**
Internal Address: **Suite 1200**
Street Address: **1200 12th Avenue South**
City: **Seattle** State: **WA** ZIP: **98144**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State: **Massachusetts**
 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 Date: **August 27, 1998**

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
2,125,411

Additional numbers attached? Yes No

B. Trademark Registration No.(s)
2,125,411

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: **Heidi L. Sachs**
Internal Address: **Perkins Coie LLP**

Street Address: **1201 Third Avenue, Suite 4800**

City: **Seattle** State: **WA** ZIP: **98101**

6. Total number of applications and registrations involved: **1**

7. Total fee (37 CFR 3.41):..... \$ **40.00**
 Enclosed
 Authorized to be charged to deposit account
 Charge any additional fees/credit any overpayment to Deposit Account No. 50-0665

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

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.

Heidi L. Sachs *Heidi Sachs* **March 2, 2000**

Name of Person Signing Signature Date

04/13/2000 DNGUYEN 00000267 2125411 Total number of pages comprising cover sheet, attachments and document: **3**

01 FC:481 **(40.00 OP)**

DO NOT DETACH THIS PORTION

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

Y:

12-22-98 :12:16PM :PERKINS 46 RECEPTION-

2068347010:# 7/ 9

**EXHIBIT A
TO
ARTICLES OF MERGER
OF
PACIFIC ACQUISITION CORP.
WITH AND INTO
SAGE ENTERPRISES, INC.**

ARTICLE I

The exact name of the corporation is:

PlanetAll.com, Inc.

ARTICLE II

The name purpose of the corporation is to engage in the following business activities:

To acquire and invest in various corporations and to carry on any and all business permitted by the laws of the Commonwealth of Massachusetts with respect to a corporation organized under Chapter 156B of the General Laws.

ARTICLE III

State the total number of shares and par value, if any, of each class of stock which the corporation is authorized to issue.

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:	NONE	Common:	200,000	\$.01
Preferred:	NONE	Preferred:	NONE	

ARTICLE IV

If more than one class of stock is authorized, state a distinguishing designation for each class. Prior to the issuance of any shares of a class, if shares of another class are outstanding, the corporation must provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of that class and of each other class of which shares are outstanding and of each series then established within any class.

Not Applicable.

ARTICLE V

Resolutions of the corporation authorized by the Articles of Organization upon the transfer of shares of stock of any class are:

**TRADEMARK
REEL: 002050 FRAME: 0207**

SENT BY:

12-22-98 12:15PM PERKINS 46 RECEPTION-

2068347010:# 2/ 9

COPY

FEDERAL IDENTIFICATION NO. Applied For

FEDERAL IDENTIFICATION NO. 04-3328423

The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

98 AUG 27 PM 2 27
SECRETARY OF THE COMMONWEALTH

ARTICLES OF ~~CONSOLIDATION~~ MERGER
(General Laws, Chapter 156B, Section 78)

~~Consolidation~~ merger of

Pacific Acquisition, Inc.

and

Sage Enterprises, Inc.

the constituent corporations, into

Sage Enterprises, Inc.

~~a new corporation~~ one of the constituent corporations.

The undersigned officers of each of the constituent corporations certify under the penalties of perjury as follows:

1. An agreement of ~~consolidation~~ merger has been duly adopted in compliance with the requirements of General Laws, Chapter 156B, Section 78, and will be kept as provided by Subsection (d) thereof. The ~~resulting~~ surviving corporation will furnish a copy of said agreement to any of its stockholders, or to any person who was a stockholder of any constituent corporation, upon written request and without charge.

2. The effective date of the ~~consolidation~~ merger determined pursuant to the agreement of merger shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date which shall not be more than thirty days after the date of filing: Upon Filing

3. (For a merger)

**The following amendments to the Articles of Organization of the surviving corporation have been effected pursuant to the agreement of merger.

See Exhibit A attached hereto.

* Delete the inapplicable word.

** If there are no provisions state "None".

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet as long as each article requiring such addition is clearly indicated.

- C
- P
- M
- R.A.

P.C.