

MED
3.17.00

RE

04-21-2000

Docket No.:

43656-01001



101329458

Tab settings → → → ▼ ▼

To the Honorable Commissioner of Patents

ached original documents or copy thereof.

1. Name of conveying party(ies): **Interactive Knowledge, Inc.**
 1033 Walnut Street, Suite 200
 Boulder, Colorado 80302

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State **Delaware**
 Other

MAR 17 AM 11:47
OPR/FINANCE

2. Name and address of receiving party(ies):

Name: **netLibrary, Inc.**

Internal Address: _____

Street Address: **3080 Center Green Drive**

City: **Boulder** State: **CO** ZIP: **80301**

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State **Delaware**
 Other

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

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 20, 1999**

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

A. Trademark Application No. (s)

75/655,517 75/582,333
75/655,523 75/537,274
75/655,956

B. Trademark Registration No. (s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: **Jennifer P. Rabin, Esq.**

Internal Address: **Holme Roberts & Owen LLP**

Street Address: **1700 Lincoln Street, Suite 4100**

City: **Denver** State: **CO** ZIP: **80203**

6. Total number of applications and registrations involved: **5**

7. Total fee (37 CFR 3.41):.....\$ **140.00**

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

08-2665

04/20/2000 JSHABAZZ 00000115 75655517

DO NOT USE THIS SPACE

01 FC:481
02 FC:482

40.00 DP
100.00 DP

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.

Jennifer P. Rabin
Name of Person Signing

Signature

March 14, 2000
Date

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

3

TRADEMARK

REEL: 002056 FRAME: 0093

Office of the Secretary of State

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 "INTERACTIVE KNOWLEDGE, INC.", CHANGING ITS NAME FROM "INTERACTIVE KNOWLEDGE, INC." TO "NETLIBRARY, INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF AUGUST, A.D. 1999, AT 11:30 O'CLOCK A.M.



2903626 8100

001029953

A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

0238319

AUTHENTICATION:

02-04-00

DATE:

TRADEMARK
REEL: 002056 FRAME: 0094

**CERTIFICATE OF AMENDMENT
TO THE
SECOND AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
INTERACTIVE KNOWLEDGE, INC.**

(Pursuant to Section 242)

Interactive Knowledge, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify as follows for the purpose of amending its Certificate of Incorporation:

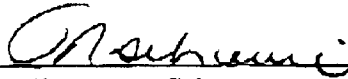
1. That the Board of Directors of the Corporation duly adopted resolution containing the amendment to the Second Amended and Restated Certificate of Incorporation of the Corporation set forth below, declaring such amendment to be advisable and called for the approval of the stockholders of the Corporation to such amendment.
2. That the holders of the outstanding shares of stock of the Corporation entitled to vote, acting by means of written consent in lieu of a meeting pursuant to Section 228(a) of the Delaware General Corporation Law, adopted and approved this Certificate of Amendment to the Second Amended and Restated Certificate of Incorporation of the Corporation.
3. That Article I of the Second Amended and Restated Certificate of Incorporation is hereby amended to read in its entirety:

ARTICLE I: The name of the corporation is nctLibrary, Inc. (the "Corporation" or the "Company").

4. That except as amended hereby, the provisions of the Second Amended and Restated Certificate of Incorporation, as heretofore amended, shall remain in full force and effect.

IN WITNESS WHEREOF, this Certificate of Amendment to the Second Amended and Restated Certificate of Incorporation of the Corporation has been signed this 20th day of August, 1999.

INTERACTIVE KNOWLEDGE, INC.

By: 
Name: Timothy R. Schewe
Title: President and CEO