

EARTHWEB, INC.

Schedule of
Trademark Applications and Registrations

I. PENDING APPLICATIONS/SERIAL NOS.

<u>Mark</u>	<u>Serial No.</u>	<u>Filing Date</u>
THE NETWORK IS ALIVE	75/065,849	3/1/96

II. REGISTRATIONS

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
LOTUS FLOWER DESIGN	2,193,282	10/6/98
FANG LOGO DESIGN	2,094,440	9/9/97
FANG LOGO DESIGN	2,139,962	3/3/98
EARTHWEB	2,114,419	11/18/97
EARTHWEB	2,146,575	3/24/98
DEVELOPER.COM	2,215,560	12/29/98
CHATPLANET	2,143,577	3/10/98
RELIEFROCK	2,037,503	2/11/97
RELIEFNET	2,035,967	2/4/97

State of New York }
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

FEB 01 2000



A handwritten signature in black ink, appearing to read "J. L. ...", written over a horizontal line.

Special Deputy Secretary of State

DOS-1266 (5/96)

JUN-28-1997 12:43

MORRISON & FOERSTER

212 468 7900 P. 02/95
212 468 4400 F. 02/95

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CT-07

CERTIFICATE OF AMENDMENT OF THE
CERTIFICATE OF INCORPORATION

CT-07

OF

EARTHWEB INC.

Under Section 805 of the Business Corporation Law

The undersigned, being the President and Secretary of EarthWeb Inc., a New York corporation (the "Company"), in accordance with Section 805 of the Business Corporation Law of the State of New York, do hereby certify:

FIRST: The present name of the Company is EARTHWEB INC., which is the name under which the Company was originally incorporated.

SECOND: The Certificate of Incorporation of the Company was filed by the Department of State on the 26th day of April, 1996.

THIRD: The Certificate of Incorporation of the Company, is amended as follows:

(a) To delete "Article 3 Name" relating to the name of the Company and to substitute the following:

I. The name of the corporation is EarthWeb Liquidation Corp. (the "Company").

FOURTH: This amendment to the Certificate of Incorporation of the Company was authorized by unanimous written consent, setting forth the action taken, signed by all of the members of the Board of Directors of the Company, and by the unanimous written consent of all the shareholders.

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JUN 20 1997 12:44

MORRISON & FOERSTER

212 488 7300 P. 03/00

IN WITNESS WHEREOF, the undersigned, being the duly elected or appointed and acting President and Secretary of EarthWeb Inc., have made and subscribed this Amendment to the Certificate of Incorporation of EarthWeb Inc. this 20 day of June, 1997, and do hereby affirm, under penalties of perjury, that the statements contained herein have been examined by us and are true and correct.


Jack D. Nidary
President


Murray Nidary
Secretary

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TRADEMARK

REEL: 002085 FRAME: 0151

STATE OF NEW YORK)
COUNTY OF NEW YORK)

...

Jack D. Widary, being duly sworn, deposes and says that he is one of the persons who signed the foregoing certificate, that he is the President of EarthWeb Inc., a New York corporation, and signed said Amendment to the Certificate of Incorporation of EarthWeb Inc. in such capacity, that he has read the foregoing certificate and knows the contents thereof, and that the statements contained therein are true to his own knowledge.

Elizabeth Sautter

Notary Public

My Commission Expires:

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ELIZABETH SAUTTER
Notary Public, State of New York
No. 01544988783
Qualified in Nassau County

SVZ25028407282.SAM

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CT-07

CERTIFICATE OF AMENDMENT
OF THE CERTIFICATE OF INCORPORATION
OF
EARTHWEB, INC.

(1)

UNDER SECTION 805 OF THE BUSINESS CORPORATION LAW

RECEIVED

JUN 23 2 03 PM '91

JUN 23 2 06 PM '91

FILED

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STATE OF NEW YORK
DEPARTMENT OF STATE
FILED JUN 23 1991
TAXS

MORRISON & FOERSTER LLP
1290 AVENUE OF THE AMERICAS
NEW YORK, NY 10104

BY: SKG
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