

06-13-2000

Mailing label No. EL263546875US
5/22/00

FORM 1
Expires 0
OMB 06



101379746

that this paper or fee is being deposited with the
Postal Service "Express Mail Post Office to
arrive under 37 CFR 1.10 on the date indicated
addressed to: Assistant Commissioner for
10 Crystal Dr., Arlington, VA 22202-3513.

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

*M.P.
5-23-00*

BURSHTEYN
(Type or Print Name of Person Mailing Paper or Fee)
RECORDATION FORM COVER SHEET
(Signature of Person Mailing Paper or Fee)

3

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
- Effective Date
Month Day Year
10/8/99
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

9/16/99

Name T E Network, Inc.

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name Pogo.com Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 300 California Street

Address (Line 2) Suite 800

Address (line 3) San Francisco California 94104

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership 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.)
- Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Delaware

06/12/2000 JSHABAZZ 00000158 75789086

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 25.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027. Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:

Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK

REEL: 002085 FRAME: 0937

13615/00070/DOCS/1048354.1

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

(650) 494-0600

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).

Trade Application Number(s)

Registration Number(s)

<input type="text" value="75/789,086"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75/789,087"/>	<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"/>	<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:

#

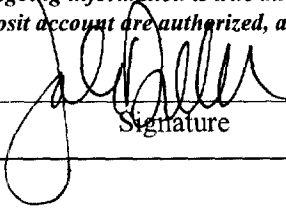
Authorization to charge additional fees:

Yes No

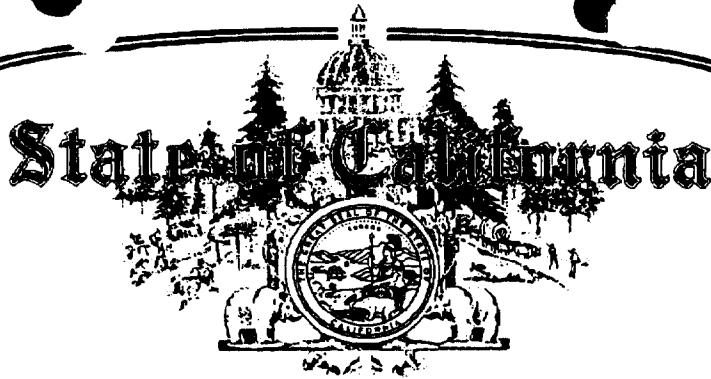
Statement and Signature

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.

John R. Donald, Esq.
Name of Person Signing


Signature

May 22, 2000
Date Signed



SECRETARY OF STATE
NAME CHANGE
CERTIFICATE OF QUALIFICATION

C1942784

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

That on the **8th day of October, 1999**, there was filed in this office an Amended Statement and Designation by Foreign Corporation whereby the corporate name of **T E NETWORK, INC.**, a corporation organized and existing under the laws of **Delaware**, was changed to **POGO.COM INC.** This corporation complied with the requirements of California law in effect on that date for the purpose of qualifying to transact intrastate business in the State of California and as of said date has been and is qualified and authorized to transact intrastate business in the State of California, subject however, to any licensing requirements otherwise imposed by the laws of this State.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of October 13, 1999.



Bill Jones
 BILL JONES
 Secretary of State

0532549



SECRETARY OF STATE

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

That the attached transcript of 1 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



Bill Jones
 Secretary of State

A0532549

AMENDED STATEMENT BY
FOREIGN CORPORATION

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

OCT - 8 1999

BILL JONES, Secretary of State

Pogo.com Inc.

(Name of Corporation)

_____, a corporation organized
and existing under the laws of Delaware, and which is presently qualified for the
(State or Place of Incorporation)

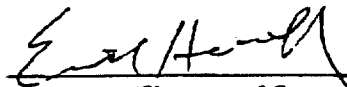
transaction of intrastate business in the State of California makes the following statement:

That the name of the corporation has been changed to that hereinabove set forth and that the
name relinquished at the time of such change was:

T E Network, Inc.

Pogo.com Inc.

(Name of Corporation)



(Signature of Corporate Officer)

Erick Hachenburg, President

(Typed Name of Title of Officer Signing)

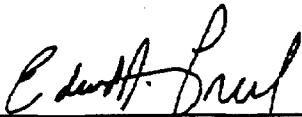


State of Delaware
Office of the Secretary of State PAGE 1

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 "T E NETWORK, INC.", CHANGING ITS NAME FROM "T E NETWORK, INC." TO "POGO.COM INC.", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF SEPTEMBER, A.D. 1999, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.




Edward J. Freel, Secretary of State

2514637 8100

991387328

AUTHENTICATION: 9973342

DATE: 09-17-99

TRADEMARK
REEL: 002085 FRAME: 0942

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 09/16/1999
991387328 - 2514637

CERTIFICATE OF AMENDMENT
OF
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
T E NETWORK, INC.

T E Network, Inc., a Delaware corporation, does hereby certify that the following amendment to the corporation's Amended and Restated Certificate of Incorporation has been duly adopted in accordance with the provisions of Section 242 of the Delaware General Corporation Law, with the approval of such amendment by the corporation's stockholders having been given by written consent without a meeting in accordance with Sections 228(d) and 242 of the Delaware General Corporation Law:

Article First of the Amended and Restated Certificate of Incorporation, relating to the name of T E Network, Inc., is amended to read in its entirety as follows:

"The name of the Corporation is Pogo.com Inc."

IN WITNESS WHEREOF, said corporation has caused this Certificate of Amendment to be signed by its duly authorized officer this 16th day of September, 1999 and the foregoing facts stated herein are true and correct.

T E NETWORK, INC

By: 

Erick Hachenburg, President