

06-22-2000

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**TRADEMARKS ONLY**

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

**Submission Type**

New

Resubmission Document ID # \_\_\_\_\_ (Non-Recordation)

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

Change of Name \_\_\_\_\_

Other \_\_\_\_\_

**Conveying Party**

Mark if additional names of conveying parties attached

Name  Execution Date   
Month Day Year

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

**Receiving Party**

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)     
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

**FOR OFFICE USE ONLY**

06/22/2000 JJALLAH2 00000044 75447563

01 FC:481 40.00 OP

02 FC:482 400.00 OP

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

**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

(310) 246-6889

Name

Alexis D. Bircoll, Esq.

Address (line 1)

O'Melveny & Myers LLP

Address (line 2)

1999 Avenue of the Stars, 7<sup>th</sup> Floor

Address (line 3)

Los Angeles, California 90067-6035

Address (line 4)

**Pages**

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

#

4

**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)**

75/447,563

75/253,957

75/253,953

2,170,747

2,168,823

2,113,763

75/248,169

74/736,778

75/064,066

2,144,533

2,156,587

2,144,584

75/064,067

75/674,636

75/717,535

2,146,264

2,161,678

**Number of Properties**

Enter the total number of properties involved.

#

17

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

440.00

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:

#

500639

Authorization to charge additional fees:

Yes

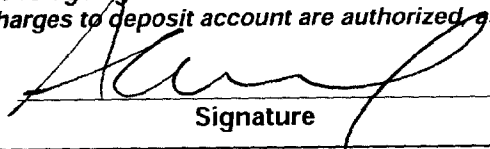
No

**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.

Alexis D. Bircoll

Name of Person Signing



Signature

May 24, 2000

Date Signed

*State of Delaware*  
*Office of the Secretary of State*      PAGE 1

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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 "ECONNECTIONS.COM, INC.", CHANGING ITS NAME FROM "ECONNECTIONS.COM, INC." TO "ECONNECTIONS, INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF APRIL, A.D. 2000, AT 5 O'CLOCK P.M.

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



Edward J. Freel, Secretary of State

3152767 8100  
001216289

AUTHENTICATION: 0406750

DATE: 04-27-00

TRADEMARK  
REEL: 002091 FRAME: 0059

**CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
ECONNECTIONS.COM, INC.,  
a Delaware corporation**

Econnections.com, Inc., a corporation organized and existing under and by virtue of the Delaware General Corporation Law (this "Company"), DOES HEREBY CERTIFY:

**FIRST:** That pursuant to an Action by Unanimous Written Consent of the Board of Directors of the Company, the Directors adopted resolution setting forth proposed amendments of the Certificate of Incorporation of the Company. The resolutions setting forth the proposed amendments are as follows:

**"NOW THEREFORE BE IT RESOLVED,** that the following amendment of the Certificate of Incorporation of the Company is hereby adopted and approved:

Article FIRST of the Certificate of Incorporation of the Company shall be amended in its entirety to read as follows:

**FIRST.** The name of the corporation is eConnections, Inc.'

**RESOLVED FURTHER,** that the following amendment of the Certificate of Incorporation of the Company is hereby adopted and approved:

Article FOURTH of the Certificate of Incorporation of the Company shall be amended in its entirety to read as follows:

**"FOURTH.** The corporation is authorized to issue two classes of stock to be designated Common Stock and Preferred Stock. The total number of shares of Common Stock which the corporation has authority to issue is One Hundred Million (100,000,000) with par value of \$.001 per share. The total number of shares of Preferred Stock which the corporation has authority to issue is Thirty Million (30,000,000) with a par value of \$.01 per share. The shares of Preferred Stock shall be undesignated Preferred Stock and may be issued from time to time in one or more series pursuant to a resolution or resolutions providing for such issue duly adopted by the Board of Directors (authority to do so being hereby expressly vested in the board). The Board of Directors is further authorized to determine or alter the rights, preferences, privileges and restrictions granted to or imposed upon any wholly unissued series of Preferred Stock and to fix the number of shares of any series of Preferred Stock and the designation of any such series of Preferred Stock. The Board of Directors, within the limits and restrictions stated in any resolution or resolutions of the Board of Directors originally fixing the number of shares constituting any series, may increase or decrease (but not below the number of shares in any such series then outstanding) the number of shares of any series subsequent to the issue of shares of that series.

LAJ 888701.5

In case the number of shares of any such series shall be so decreased, the shares constituting such decrease shall resume the status that they had prior to the adoption of the resolution originally fixing the number of shares of such series. All shares of the Preferred Stock of any one series shall be identical to each other in all respects, except that shares of any one series issued at different times may differ as to the dates from which dividends thereon, if cumulative, shall be cumulative.

The authority of the Board of Directors with respect to each such class or series shall include, without limitation of the foregoing, the right to determine and fix:

- i. the distinctive designation of such class or series and the number of shares to constitute such class or series;
- ii. the rate at which dividends on the shares of such class or series shall be declared and paid, or set aside for payment, whether dividends at the rate so determined shall be cumulative or accruing, and whether the shares of such class or series shall be entitled to any participating or other dividends in addition to dividends at the rate so determined, and if so, on what terms;
- iii. the right or obligation, if any, of the corporation to redeem shares of the particular class or series of Preferred Stock and, if redeemable, the price, terms and manner of such redemption;
- iv. the special and relative rights and preferences, if any, and the amount or amounts per share, which the shares of such class or series of Preferred Stock shall be entitled to receive upon any voluntary or involuntary liquidation, dissolution or winding up of the corporation;
- v. the terms and conditions, if any, upon which shares of such class or series shall be convertible into, or exchangeable for shares of capital stock of any other class or series including the price or prices or the rate or rates of conversion or exchange and the terms of adjustment, if any;
- vi. the obligation, if any, of the corporation to retire, redeem or purchase shares of such class or series pursuant to a sinking fund or fund of a similar nature or otherwise and the terms and conditions of such obligation;
- vii. voting rights, if any, on the issuance of additional shares of such class or series or any shares of any other class or series of Preferred Stock;
- viii. limitations, if any, on the issuance of additional shares of such class or series or any shares of any other class or series of Preferred Stock; and
- ix. such other preferences, powers, qualifications, special or relative rights and privileges thereof as the Board of Directors of the corporation, acting in

L.A. 88701.5

accordance with this Certificate of Incorporation, may deem advisable and are not inconsistent with law and the provisions of this Certificate of Incorporation.”

**SECOND:** Pursuant to the provisions of Section 228 of the Delaware General Corporation Law, the stockholders of the Company consented to the above amendment.

**THIRD:** That the above amendment was duly adopted in accordance with the applicable provisions of Sections 228 and 242 of the Delaware General Corporation Law.

**IN WITNESS WHEREOF,** Econnections.com, Inc. has caused this Certificate to be signed by Robert Rodin, its President, and attested by Henry Chin, its Secretary, this 26<sup>th</sup> day of April 2000.

**ECONNECTIONS.COM, INC.,**  
a Delaware corporation

By: \_\_\_\_\_

  
Robert Rodin  
President

Attest:

By: \_\_\_\_\_

  
Henry Chin  
Secretary

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