

07-06-2000



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

75339835

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

07/06/2000 DNGUYEN 00000078 75339835

FOR OFFICE USE ONLY

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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

TRADEMARK

REEL: 002096 FRAME: 0688

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

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).

Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="75339835"/>	<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"/>	<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:

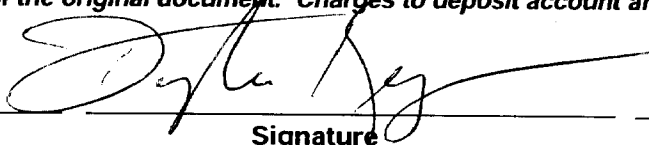
Yes

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.

Douglas W. Kenyon
Name of Person Signing



Signature

June 5, 2000
Date Signed

2-4-2000
3:01

**CERTIFICATE OF MERGER
MERGING
MINDSPRING ENTERPRISES, INC.
INTO
EARTHLINK, INC.**

(Pursuant to Section 251 of the General Corporation Law of the State of Delaware)

EarthLink, Inc. (the "Corporation"), a Delaware corporation, does hereby certify:

FIRST: That the Corporation and MindSpring Enterprises, Inc. ("MindSpring") are each incorporated and existing under the General Corporation Law of the State of Delaware (the "DGCL").

SECOND: That an Agreement and Plan of Reorganization (the "Agreement"), dated as of September 22, 1999, among EarthLink Network, Inc., MindSpring Enterprises, Inc. and WWW Holdings, Inc. setting forth the terms and conditions of the merger of MindSpring with and into the Corporation has been approved, adopted, certified, executed and acknowledged by the Corporation and MindSpring in accordance with Section 251 of the DGCL.

THIRD: That the Corporation shall be the surviving corporation and that the Amended and Restated Certificate of Incorporation of the Corporation shall be its Certificate of Incorporation.

FOURTH: That the executed Agreement is on file at the office of the Corporation, 3100 New York Drive, Pasadena, California 91107.

FIFTH: That a copy of the Agreement will be furnished by the Corporation, on request and without cost, to any stockholder of the Corporation or of MindSpring.

SIXTH: That the effective time and date of the merger of MindSpring with and into the Corporation shall be 3:01 p.m. EST on February 4, 2000.

[SIGNATURE ON FOLLOWING PAGE]

IN WITNESS WHEREOF, EarthLink, Inc. has caused this Certificate to be signed by an authorized officer, this 4th day of February, 2000.

EARTHLINK, INC.

By: Charles E. Betty
Name: Charles E. Betty
Title: Chief Executive Officer

[Signature Page to Certificate of Merger-MiadSpring into EarthLink]

Doc #: 171328 v1