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U.S. DEPARTMENT OF COMMERCE
Patents and Trademark Office

U.S. Patent & TMO/TM Mail Rcpt Dt. #57

Patents and T

Documents or copy thereof.
of receiving party(ies)

Electric Communities, Inc.

- Individual(s)
- General Partnership
- Corporation-State: California
- Other
- Association
- Limited Partnership

Additional name(s) of conveying parties attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other:
- Merger
- Change of Name

Execution Date: February 25, 1999

Name: Communities.com
 Internal Address: 10101 N. De Anza Boulevard
 Street Address: Same
 City: Cupertino State: CA ZIP: 95014

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State: California
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designation must be a separate document from Assignment)

Additional names and addresses attached? Yes No

4. Application Number(s) or Registration Number(s).

A. Trademark Application No(s): 75/369,560 and 75/979,598

B. Trademark Registration No(s): 2,165,083; 2,154,164 and 2,169,951

Additional numbers attached? Yes No

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

Name: R. Gwen Peterson
 TOWNSEND AND TOWNSEND AND CREW LLP
 Two Embarcadero Center, 8th Floor
 San Francisco, California 94111-3834
 (415) 576-0200

6. Total number of applications and registrations involved 7

7. Total fee (37 CFR 3.41): \$40.00

- Enclosed
- Charge Fees to Deposit Account
- Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment, to deposit account.

8. Deposit account number: 20-1430

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document.

R. Gwen Peterson
Name of Person Signing

Signature

6/15/00
Date

Total number of pages including cover sheet, attachments and document: 2

10. Change Correspondence Address to that of Part 5? Yes No

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover to:

07/14/2000 BNGUYEN 00000191 201430 75369560

01 FC:481 40.00 CH
 02 FC:482 150.00 CH

Asst. Commissioner for Trademarks
 Box: Assignments
 Washington, D.C. 20231

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ENCLOSURE
IN THE OFFICE OF THE
SECRETARY OF STATE
OF THE STATE OF CALIFORNIA

CERTIFICATE OF AMENDMENT

OF

FEB 26 1999

ARTICLES OF INCORPORATION

Bill Jones, SECRETARY OF STATE

The undersigned, Lawrence K. Samuels and Chip Morningstar, hereby certify that:

ONE: They are the duly elected and acting President and Secretary, respectively, of Electric Communities (the "Corporation").

TWO: Article First of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

"Article First: The name of this corporation is communities.com"

THREE: The foregoing amendment has been approved by the Board of Directors of the Corporation.

FOUR: The foregoing amendment was approved by the holders of the requisite number of shares of the Corporation in accordance with Sections 902 and 903 of the California General Corporation Law. The total number of outstanding shares entitled to vote with respect to the foregoing amendment was 7,891,755 shares of Common Stock, 2,352,940 shares of Series A Preferred Stock, 2,043,290 shares of Series B Preferred Stock, 1,180,788 shares of Series C Preferred Stock, 1,150,000 shares of Series D Preferred Stock, 2,685,714 shares of Series E Preferred Stock, 2,631,784 shares of Series F Preferred Stock and 2,603,431 shares of Series G Preferred Stock. No shares of Series A1 Preferred Stock, Series B1 Preferred Stock, Series C1 Preferred Stock, Series D1 Preferred Stock, Series E1 Preferred Stock, Series F1 Preferred Stock or Series G1 Preferred Stock is currently issued or outstanding. The number of shares voting in favor of the foregoing amendment equaled or exceeded the vote required, such required vote being a majority of the outstanding shares of Common Stock, and two-thirds of the outstanding shares of the Series A Preferred Stock, Series B Preferred Stock, Series C Preferred Stock, Series D Preferred Stock, Series E Preferred Stock, Series F Preferred Stock and Series G Preferred Stock, each series voting as a separate class.

The undersigned further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of their own knowledge.

Dated: February 25, 1999

By: [Signature]
Lawrence K. Samuels
President

By: [Signature]
Chip Morningstar
Secretary

