

08-03-2000

FORM PTO-1594 (Rev. 6-93) REC 7.12.00



U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

101421807

To the Honorable Commissioner of Patents and Trademarks, Washington, D.C. 20231, for all documents or copy thereof.

1. Name of conveying party(ies):
 Internet Diamonds, Inc.
 19530 International Blvd.
 Seattle, WA 98188

: Individual(s) : Association
 : General Partnership : Limited Partnership
 X Corporation-State Delaware
 : Other _____
 Additional name(s) of conveying parties) attached? Yes X No

3. Nature of conveyance:
 : Assignment Merger
 : Security Agreement X: Change of Name
 : Other _____

Execution Date: November 4, 1999

2. Name and address of receiving party(ies):
 Name: Blue Nile, Inc.
 Internal Address: _____
 Street Address: 2025 First Avenue, Suite 300
 City: Seattle State: WA ZIP 98121

: Individual(s) citizenship _____
 : Association _____
 : General Partnership _____
 : Limited Partnership _____
 X Corporation-State Delaware
 : Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: : Yes X: No
 (Designation must be a separate document from Assignment).
 Additional name(s) & address(es) attached? : Yes : No

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s): See attached.

Additional numbers attached? : X Yes No

B. Trademark Registration No.(s): See attached.

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Cooley Godward LLP
 Internal Address: Gretchen R. Stroud, Esq.
 Street Address: 5 Palo Alto Square
3000 El Camino Real
 City: Palo Alto State: CA ZIP 94306-2155

6. Total number of applications and registrations involved: 12

7. Total fee (37 CFR 3.41):..... \$ 315.00

X Enclosed
 X Authorized to be charged to deposit account (for any deficiency or credit of any overpayment)

8. Deposit account number: 03-3118
 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 information is true and correct and any attached copy is a true copy of the original document.

Gretchen R. Stroud July 5, 2000
 Gretchen R. Stroud Date

Total number of pages including cover sheet, attachments, and document: 4

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

08/02/2000 NTHAI1 00000230 75791780
 Q1 FC:481 40.00 DP
 Q2 FC:482 275.00 DP

Schedule of Trademarks to be Assigned to Blue Nile, Inc.

Trademark	Application Number	International Class
BLUE NILE	75/791,780	14
BLUE NILE	75/791,794	35
BLUENILE.COM	75/791,782	14
BLUENILE.COM	75/791,788	35
BLUE NILE & Design	75/831,639	14
BLUE NILE & Design	75/831,643	35
BLUE NILE & Design	75/831,640	14
BLUE NILE & Design	75/831,641	35
BLUE NILE & Design	75/831,642	14
BLUE NILE & Design	75/831,575	35
Miscellaneous Design	75/831,638	14
Miscellaneous Design	75/831,577	35

**CERTIFICATE OF AMENDMENT
TO THE THIRD RESTATED CERTIFICATE
OF INCORPORATION OF
INTERNET DIAMONDS, INC.**


Mark Vadon hereby certify that:

1. The date of filing of the original Certificate of Incorporation of this corporation with the Secretary of State of the State of Delaware is March 18, 1999.
2. He is the duly elected and acting President, respectively, of Internet Diamonds, Inc., a Delaware corporation.
3. Article I of the Third Restated Certificate of Incorporation of this corporation is hereby amended in its entirety to read as follows:

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The name of the Corporation is Blue Nile, Inc. (the "*Corporation*" or the "*Company*").

This Certificate of Amendment to the Third Restated Certificate has been duly adopted in accordance with the provisions of Sections 228 and Section 242 of the General Corporation Law of the State of Delaware by the Board of Directors and stockholders of the Company. The total number of outstanding shares of Common Stock entitled to vote or act by written consent was 9,218,076. The total number of outstanding shares of Series A Preferred Stock entitled to vote or act by written consent was 6,666,666. The total number of outstanding shares of Series B Preferred Stock entitled to vote or act by written consent was 3,316,176. The total number of outstanding shares of Series C Preferred Stock entitled to vote or act by written consent was 3,746,257. In excess of a majority of the outstanding shares of Common Stock and Preferred Stock, voting together as a class and not separately, approved this Certificate of Amendment to the Third Restated Certificate by written consent in accordance with section 228 of the General Corporation Law.



MARK VADON
President

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1.

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 11/04/1999
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TRADEMARK
REEL: 002114 FRAME: 0266

Office of the Secretary of State

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 "INTERNET DIAMONDS, INC.", CHANGING ITS NAME FROM "INTERNET DIAMONDS, INC." TO "BLUE NILE, INC.", FILED IN THIS OFFICE ON THE FOURTH DAY OF NOVEMBER, A.D. 1999, AT 9 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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RECORDED: 07/12/2000

AUTHENTICATION: 0373285

DATE: 04-11-00

TRADEMARK

REEL: 002114 FRAME: 0267