

MAD 8/7

10-06-2000



To the Honorable Commissioner of Patents and Trademark

101481181

nts or copy thereof.

ng party(ies)

1. Name of conveying party(ies):

MADIZONE, INC.

- 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: March 3, 2000

Name:

EMADISON, INC.

Internal Address:

Street Address:

6507 Dumbarton Circle

City: Fremont

State: CA ZIP: 94555

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 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):

75/878,753 EMADISON

B. Trademark Registration No(s):

Additional numbers attached? Yes x No

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

Name: Mark A. Steiner
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 1

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

Enclosed Charge Fees to Deposit Account

x 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.

Mark A. Steiner
Name of Person Signing

[Handwritten Signature]
Signature

7-27-00
Date

Total number of pages including cover sheet, attachments and document: 3

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

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

Do not detach this portion

Mail documents to be recorded with required cover to:

10/03/2000 BBYRNE 00000117 201430 75878753

01 FC:481

40.00 CH

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

TRADEMARK

REEL: 002152 FRAME: 0193

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 "MADIZONE, INC.", CHANGING ITS NAME FROM "MADIZONE, INC." TO "EMADISON, INC.", FILED IN THIS OFFICE ON THE SIXTH DAY OF MARCH, A.D. 2000, AT 9 O'CLOCK A.M.

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



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

Edward J. Freel, Secretary of State

3088512 8100

001112036

AUTHENTICATION: 0300289

DATE: 03-07-00

TRADEMARK
REEL: 002152 FRAME: 0194

**CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION OF
MADIZONE, INC.**

MADIZONE, INC. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Certificate of Incorporation of this corporation was originally filed with the Secretary of State of Delaware on September 15, 1999.

SECOND: That the Board of Directors of the Corporation, by the unanimous written consent of its members, adopted resolutions proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED: That Article I of the Certificate of Incorporation of the Corporation be amended in its entirety to read as follows:

"ARTICLE I

The name of this corporation is eMadison, Inc. (the "Corporation")."

THIRD: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

FOURTH: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, Madizone, Inc., has caused this certificate to be signed by Manoj Hardikar, its President, and Mitchell S. Zuklie, its Asst. Secretary, this 3rd day of March, 2000.

By: 
Manoj Hardikar, President

By: 
Mitchell S. Zuklie, Asst. Secretary