

10-11-2000

FORM PTO-1594
(Rev. 6-93)

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks, Washington, D.C. 20231

101485347

See attached original documents or copy

<p>1. Name of conveying party(ies): eKnowledgeNet, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association</p> <p><input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership</p> <p><input checked="" type="checkbox"/> Corporation-State: Delaware</p> <p><input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <hr/> <p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger</p> <p><input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name</p> <p>Other _____</p> <p>Execution Date: <u>June 28, 2000</u></p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>KnowledgeNet.com, Inc.</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>14624 North Scottsdale Road, Suite 300</u></p> <p>City: <u>Scottsdale</u> State: <u>AZ</u> ZIP <u>85254</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____</p> <p><input type="checkbox"/> Association _____</p> <p><input type="checkbox"/> General Partnership _____</p> <p><input type="checkbox"/> Limited Partnership _____</p> <p><input checked="" type="checkbox"/> Corporation-State <u>Delaware</u></p> <p><input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(Designation must be a separate document from Assignment). Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
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<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p> <p>75/563,967</p> <p>75/584,384</p> <p>75/931,458</p>	<p>B. Trademark Registration No.(s)</p> <p>1,916,241 1,814,768</p> <p>1,918,574 1,802,448</p>
<p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Deborah A. Davis, Esq.</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>Cooley Godward LLP</u> <u>One Maritime Plaza, 20th Floor</u></p> <p>City: <u>San Francisco</u> State: <u>CA</u> ZIP <u>94111-3580</u></p>	<p>6. Total number of applications and registration involved: 7</p> <p>7. Total fee (37 CFR 3.41):..... \$ <u>190.00</u></p> <p><input checked="" type="checkbox"/> Enclosed</p> <p><input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: _____</p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
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01 FC:481 40.00 OP
02 FC:482 150.00 OP

9. Statement and signature:
To the best of my knowledge and belief, the foregoing information is true and correct and true copy of the original document.

Deborah A. Davis
Deborah A. Davis

Sept. 14, 2000
Date

09-18-2000
U.S. Patent & TMO/TM Mail Rcpt Dt. #26

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

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 "EKNOLEDGENET, INC.", CHANGING ITS NAME FROM "EKNOLEDGENET, INC." TO "KNOWLEDGENET.COM, INC.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF JUNE, A.D. 2000, AT 9:01 O'CLOCK A.M.



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

Edward J. Freel, Secretary of State

3067172 8100

001378692

AUTHENTICATION: 0584126

DATE: 07-26-00

TRADEMARK
REEL: 002153 FRAME: 0103

**CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION OF
EKNOWLEDGENET.COM, INC.**

THOMAS R. GRAUNKE and **ROBERT J. BRIGHAM** hereby certify as follows:

ONE: The original Certificate of Incorporation of eKnowledgeNet.com, Inc. was filed with the Secretary of State of the State of Delaware on July 19, 1999.

TWO: That they are the duly elected and acting President and Secretary, respectively, of eKnowledgeNet.com, Inc., a Delaware corporation.

THREE: The Board of Directors of the Corporation, acting in accordance with the provisions of Sections 141 and 242 of the General Corporation Law of the State of Delaware, adopted resolutions amending its Restated Certificate of Incorporation as follows:


Article I shall be amended and restated to read in its entirety as follows:

"I.


The name of corporation is **KNOWLEDGENET.COM, INC.** (the "Corporation" or the "Company")."

FOUR: Thereafter, pursuant to a resolution of the Board of Directors, this Certificate of Amendment was submitted to the stockholders of the Corporation for their approval, and was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, eKnowledgeNet.com, Inc. has caused this Certificate of Amendment to be signed by its President and attested to by its Secretary this 1st day of June, 2000.



Thomas R. Gramke
President



Robert J. Brigham
Secretary