

12-06-2000



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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

Execution Date
Month Day Year

Name

Formerly

- 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

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

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)

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.

Keri C. Prince

Keri C Prince

November 16, 2000

Name of Person Signing

Signature

Date Signed

411/952630654

CERTIFICATE OF MERGER
OF
MINDSPRING ENTERPRISES, INC.,
a Georgia Corporation
INTO
MINDSPRING ENTERPRISES, INC.,
a Delaware Corporation

The undersigned corporation DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger are as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
MindSpring Enterprises, Inc.	Delaware
MindSpring Enterprises, Inc.	Georgia

SECOND: That an agreement and plan of merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 14-2-1103 of the Business Corporations Code of the State of Georgia.

THIRD: That the name of the surviving corporation of the merger is MindSpring Enterprises, Inc., a Delaware corporation.

FOURTH: That the merger has been duly authorized by the stockholders of both corporations.

FIFTH: That the effective date of the merger shall be the later to occur of the filing of this Certificate of Merger with the Secretary of State of the State of

Georgia and the filing of a Certificate of Merger with the Secretary of State of the State of Delaware.

SIXTH: That the Certificate of Incorporation of MindSpring Enterprises, Inc., a Delaware corporation, shall be the certificate of incorporation of the surviving corporation.

SEVENTH: That the executed agreement of merger is on file at the principal place of business of the surviving corporation. The address of said principal place of business is 1430 West Peachtree, Suite 400, Atlanta, Georgia 30309.

EIGHTH: That a copy of the agreement of merger will be furnished on request and without cost to any stockholder of any corporation which is a party to this transaction.

IN WITNESS WHEREOF, MindSpring Enterprises, Inc., a Delaware corporation, has caused its corporate seal to be affixed and this certificate to be signed by Charles M. Brewer, its President, and Michael Misikoff, its Secretary, this 22nd day of December, 1995.

MINDSPRING ENTERPRISES, INC.
A DELAWARE CORPORATION

By: *Charles M. Brewer*
Charles M. Brewer
President

By: *Michael Misikoff*
Michael Misikoff
Secretary

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