

04-20-2001



FORM PTO-1594
(Rev 5-93)

RECORD

DEPARTMENT OF COMMERCE
Patent and Trademark Office

101682698

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

48815

MED
4.19.01

1. Name of conveying party(ies):

EVENT411.COM, INC.

Individual(s) citizenship:

Association:

General Partnership:

Limited Partnership:

Corporation - State: DELAWARE

Other:

Additional name(s) of conveying party(ies) attached? [] Yes [X] No

3. Nature of Conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other

Execution Date: March 12, 2001

2. Name and address of receiving party(ies):

Name: EVENT411, INC.
Address: 13160 Mindanao Way, Suite 300
City: Marina Del Rey: CA Zip: 90292

Individual(s) citizenship:

Association:

General Partnership:

Limited Partnership:

Corporation - State: DELAWARE

Other:

If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [] No
(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? [] Yes [x] No

RECEIVED
MAY 19 2001
ASSIGNMENT SECTION
DIVISION

4. Application number(s) or trademark number(s):

A. Trademark Application No.(s)

76/081,261	76/005,473
76/005,472	76/005,471
76/005,470	75/656,145
75/656,144	75/655,786
75/655,785	75/655,777
75/655,776	75/655,775

B. Trademark Registration No.(s)

2,403,445

Additional numbers attached? [] Yes [x] No

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

Name: Evelyn G. Santiago
Internal Address: GRAY CARY WARE & FREIDENRICH
400 Hamilton Avenue
Palo Alto, California 94301

6 Total number of applications and registrations involved: 13

7. Total fee (37 CFR 3.41) \$ 340.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

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

04/19/2001 GTON11 00000135 76081261

01 FC:481 40.00 OP
02 FC:482 300.00 OP

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.

Evelyn G. Santiago
Name of Person Signing

April 18, 2001
Date

Total number of pages comprising cover sheet: [6]

Mail Documents to be recorded with required cover sheet information to:
U.S. Patent and Trademark Office, Office of Public Records
1213 Jefferson Davis Highway, 3rd Floor
Arlington, VA 22202

FIRST AMENDMENT
TO
LOAN DOCUMENTS

This First Amendment to Loan Documents is entered into as of March 12, 2001, by and between COMERICA BANK-CALIFORNIA ("Bank") and EVENT411, INC., a Delaware corporation ("Borrower").

RECITALS

Borrower and Bank are parties to that certain Loan and Security Agreement dated as of December 18, 2000, as amended from time to time (the "Loan Agreement"). In connection with the Loan Agreement, Borrower executed an Intellectual Property Security Agreement dated as of December 18, 2000 and a Warrant to Purchase Stock dated as of December 18, 2000 (the "Warrant" and, collectively with the Loan Agreement, the "Loan Documents"). Each of the Loan Documents refers to Borrower as "EVENT411.COM, INC." Borrower has changed its name as reflected in Exhibit A attached hereto, and this Amendment corrects the name of Borrower in each of the Loan Documents.

NOW, THEREFORE, the parties agree as follows:

1. All references in the Loan Documents to "EVENT411.COM, INC." shall mean and refer to "EVENT411, INC."
2. The reference in the preamble of the Warrant to the "70,000" as the Number of Shares is hereby amended to read "23,762." Borrower shall execute and deliver to Bank concurrently herewith a replacement warrant evidencing the changes effected by this Amendment, in substantially the form of Exhibit B hereto..
3. Unless otherwise defined, all initially capitalized terms in this Amendment shall be as defined in the Agreement. The Agreement, as amended hereby, shall be and remain in full force and effect in accordance with its respective terms and hereby is ratified and confirmed in all respects. Except as expressly set forth herein, the execution, delivery, and performance of this Amendment shall not operate as a waiver of, or as an amendment of, any right, power, or remedy of Bank under the Agreement, as in effect prior to the date hereof. Borrower ratifies and reaffirms the continuing effectiveness of all promissory notes, guaranties, security agreements, mortgages, deeds of trust, environmental agreements, and all other instruments, documents and agreements entered into in connection with the Agreement.
4. Borrower represents and warrants that the Representations and Warranties contained in the Agreement are true and correct as of the date of this Amendment, and that no Event of Default has occurred and is continuing.

5. This Amendment may be executed in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one instrument.

IN WITNESS WHEREOF, the undersigned have executed this Amendment as of the first date above written.

EVENT411, INC., a Delaware Corporation

By: 

Lawrence P. Howarth, Executive Vice President,
Operations, and Chief Financial Officer

COMERICA BANK - CALIFORNIA

By: 

Title: Vice President + Regional Mgr

EXHIBIT A

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 03:30 PM 02/12/2001
010072248 - 2905512

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION

OF

Event411.com, Inc.
a Delaware corporation
(originally incorporated as Cyber Studios, Inc. on June 10, 1998)

Event411.com, Inc., 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 Executive Committee of the Board of Directors of said
corporation, by the unanimous vote of its members, which also constitute a majority of the entire
board, at a duly held meeting of the Executive Committee of the Board of Directors, adopted a
resolution proposing and declaring advisable the following amendments to the Certificate of
Incorporation of said Corporation:

NOW, THEREFORE, BE IT RESOLVED, that, upon any required approval of the
shareholders of this corporation, the Certificate of Incorporation
shall be amended by changing Article "FIRST" thereof so that, as
amended, said Article shall be and read as follows:

"FIRST: The name of the corporation (hereinafter called the "Corporation")
is Event411, Inc."

RESOLVED FURTHER, that the Certificate of Incorporation of this corporation be
amended such that Article FOURTH C4(d)(i)(4)(d) shall be
amended and restated in its entirety to read as follows:

"(d) securities issued to employees, consultants, officers or
directors of the Corporation pursuant to any stock option, stock purchase or stock bonus plan,
agreement or arrangement approved by the Board of Directors (or a committee thereof) and
securities issued upon the exercise of any Options or Convertible Securities so issued, provided
that the total number of options outstanding under such plans combined with the number of
shares issued upon the exercise of options issued under such plans shall not exceed 10,000,000
(as adjusted to reflect stock dividends, combinations, splits or similar events);"

RESOLVED FURTHER, the Certificate of Incorporation of this corporation be amended
by changing Article "FOURTH" thereof so that, as amended, the
first paragraph of Article FOURTH B shall be and read as follows:

"The Preferred Stock shall be divided into series. The first series shall consist of 1,300,000 shares and is designated "Series A Preferred Stock." The second series shall consist of 7,783,179 shares and is designated "Series B Preferred Stock."

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

THIRD: 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 by the directors and stockholders of the Corporation, and prompt notice was duly given pursuant to Section 228 of the General Corporation Law of the State of Delaware to those stockholders who did not approve the Amendment to the Certificate of Incorporation by written consent.

IN WITNESS WHEREOF, said Event411.com, Inc., a Delaware corporation, has caused this certificate to be signed by Steven R. Koltai, its Chief Executive Officer this 19th day of January, 2001.

Event411.com, Inc. a Delaware corporation

By: Steven R. Koltai
Steven R. Koltai, Chief Executive Officer

Office of the Secretary of State

I, HARRIET SMITH WINDSOR, 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 "EVENT411.COM, INC.", CHANGING ITS NAME FROM "EVENT411.COM, INC." TO "EVENT411, INC.", FILED IN THIS OFFICE ON THE TWELFTH DAY OF FEBRUARY, A.D. 2001, AT 3:30 O'CLOCK P.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 0970845

DATE: 02-13-01

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