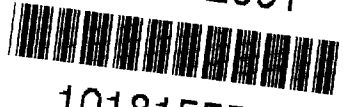


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08-20-2001



101815552

Docket No.:
35585-0059

Tab settings

To the Honorable Commissioner of Patents and Trademarks 101815552 attached original documents or copy thereof.

1. Name of conveying party(ies):
HOMEPAGE.COM, INC.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State **Delaware**
 Other

Additional names(s) of conveying party(ies) Yes No

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

Execution Date: **October 26, 2000**

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

Internal Address: _____

Street Address: **6701 Center Drive West, Suite 400**

City: **Los Angeles** State: **CA** ZIP: **90045**

Individual(s) citizenship/ **JUN - 4 2001**
 Association
 General Partnership
 Limited Partnership
 Corporation-State **Delaware**
 Other

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from
Additional name(s) & address(es) Yes N

4. Application number(s) or registration numbers(s):
A. Trademark Application No.(s)
76/150,109

Additional numbers Yes No

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: **Steven E. Shapiro, Esq.**
Internal Address: **MITCHELL, SILBERBERG & KNUPP**

Street Address: **11377 West Olympic Boulevard**

City: **Los Angeles** State: **CA** ZIP: **90064**

6. Total number of applications and registrations involved:..... **1**

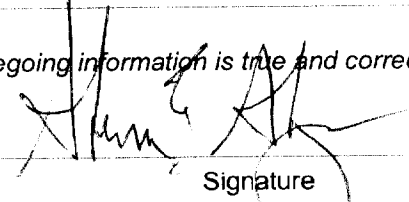
7. Total fee (37 CFR 3.41):.....\$ **\$40.00**

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
13-3735

06/07/2001 6TON11 00000131 133735 76150109 DO NOT USE THIS SPACE
01 FC:481 40.00 CH

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.

Steven E. Shapiro  **May 21, 2001**
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and

3

CERTIFICATE OF AMENDMENT OF
AMENDED AND RESTATED CERTIFICATE
OF INCORPORATION
OF
HOMEPAGE.COM, INC.

HomePage.com, Inc. (hereinafter called the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "DGCL"), does hereby certify that:

1. The Corporation was incorporated on April 7, 1999 under the name "Hello.com, Inc.," pursuant to the DGCL, and the name of the Corporation was subsequently changed to "HomePage.com, Inc.," in accordance with the DGCL.
2. The Amended and Restated Certificate of Incorporation of the Corporation is hereby amended by striking out Article I thereof and by substituting in lieu of said Article the following new Article I:

"1. The name of the Company is "Frontera Corporation."

3. The Amendment of the Amended and Restated Certificate of Incorporation of the Corporation herein certified was duly adopted, pursuant to the provisions of Section 242 of the DGCL, by the Board of Directors of the Corporation and at least a majority of the Stockholders of the Corporation.

Executed on this 26th day of October 2000.



Timothy J. Cahill,
Chief Executive Officer

LA_D0CSU97486.1 (W97)

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 "HOMEPAGE.COM, INC.", CHANGING ITS NAME FROM "HOMEPAGE.COM, INC." TO "FRONTERA CORPORATION", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF OCTOBER, 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.



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A handwritten signature in cursive script that reads "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 0759912

DATE: 10-27-00