

06-26-2001

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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Form 0000 00000
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼

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

1. Name of conveying party(ies):
MindSpring Enterprises, Inc.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State - Delaware
 Other _____
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: EarthLink, Inc.
Internal Address: _____
Address: _____
Street Address: 3100 New York Drive
City: Pasadena State: CA Zip: 91107
 Individual(s) citizenship _____
 Association _____
 General Partnership _____ 1 2 1
 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 No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
Execution Date: February 4, 2000

4. Application number(s) or registration number(s):
A. Trademark Application No.(s): 75/560,888
Additional number(s) attached Yes No

B. Trademark Registration No.(s): 2,097,543;
2,097,544; 2,103,174; 2,305,918;
2,318,489; 2,374,681; 2,374,682

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Douglas W. Kenyon
Internal Address: Hunton & Williams
Street Address: 421 Fayetteville Street Mall
Suite 1400
City: Raleigh State: NC Zip: 27601

6. Total number of applications and registrations involved: 8
7. Total fee (37 CFR 3.41).....\$ 215.00
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number: _____
(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 information is true and correct and any attached copy is a true copy of the original document.
Douglas W. Kenyon
Name of Person Signing
Signature
Date 6/19/01

Total number of pages including cover sheet, attachments, and document: 5

Main documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

06/25/2001 TDIAZ1 00000117 75560888
01 FC:481 40.00 CP
02 FC:482 175.00 CP

TRADEMARK
REEL: 002318 FRAME: 0854

2-4-2000

3:01

**CERTIFICATE OF MERGER
MERGING
MINDSPRING ENTERPRISES, INC.
INTO
EARTHLINK, INC.**

(Pursuant to Section 251 of the General Corporation Law of the State of Delaware)

EarthLink, Inc. (the "Corporation"), a Delaware corporation, does hereby certify:

FIRST: That the Corporation and MindSpring Enterprises, Inc. ("MindSpring") are each incorporated and existing under the General Corporation Law of the State of Delaware (the "DGCL").

SECOND: That an Agreement and Plan of Reorganization (the "Agreement"), dated as of September 22, 1999, among EarthLink Network, Inc., MindSpring Enterprises, Inc. and WWW Holdings, Inc. setting forth the terms and conditions of the merger of MindSpring with and into the Corporation has been approved, adopted, certified, executed and acknowledged by the Corporation and MindSpring in accordance with Section 251 of the DGCL.

THIRD: That the Corporation shall be the surviving corporation and that the Amended and Restated Certificate of Incorporation of the Corporation shall be its Certificate of Incorporation.

FOURTH: That the executed Agreement is on file at the office of the Corporation, 3100 New York Drive, Pasadena, California 91107.

FIFTH: That a copy of the Agreement will be furnished by the Corporation, on request and without cost, to any stockholder of the Corporation or of MindSpring.

SIXTH: That the effective time and date of the merger of MindSpring with and into the Corporation shall be 3:01 p.m. EST on February 4, 2000.

[SIGNATURE ON FOLLOWING PAGE]

TRADEMARK

REEL: 002318 FRAME: 0855

IN WITNESS WHEREOF, EarthLink, Inc. has caused this Certificate to be signed by an authorized officer, this 4th day of February, 2000.

EARTHLINK, INC.

By: Charles G. Betty
Name: Charles G. Betty
Title: Chief Executive Officer

[Signature Page to Certificate of Merger-MindSpring into EarthLink]

Doc #: 171320 v1

2-4-2000
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**CERTIFICATE OF MERGER
MERGING
EARTHLINK NETWORK, INC.
INTO
WWW HOLDINGS, INC.**

(Pursuant to Section 251 of the General Corporation Law of the State of Delaware)

WWW Holdings, Inc. (the "Corporation"), a Delaware corporation, does hereby certify:

FIRST: That the Corporation and EarthLink Network, Inc. ("EarthLink") are each incorporated and existing under the General Corporation Law of the State of Delaware (the "DGCL").

SECOND: That an Agreement and Plan of Reorganization (the "Agreement"), dated as of September 22, 1999, among EarthLink Network, Inc., MindSpring Enterprises, Inc. and WWW Holdings, Inc. setting forth the terms and conditions of the merger of EarthLink with and into the Corporation has been approved, adopted, certified, executed and acknowledged by the Corporation and EarthLink in accordance with Section 251 of the DGCL.

THIRD: That the Corporation shall be the surviving corporation and that Article I of the Amended and Restated Certificate of Incorporation of the Corporation shall be amended and restated to change the name of the Corporation as follows:

"The name of the Corporation shall be EarthLink, Inc."

FOURTH: That the executed Agreement is on file at the office of the Corporation, 3100 New York Drive, Pasadena, California 91107.

FIFTH: That a copy of the Agreement will be furnished by the Corporation, on request and without cost, to any stockholder of the Corporation or of EarthLink.

SIXTH: That effective time and date of the merger of EarthLink with and into the Corporation shall be 3:00 pm EST on February 4, 2000.

[SIGNATURE ON FOLLOWING PAGE]

TRADEMARK

REEL: 002318 FRAME: 0857

IN WITNESS WHEREOF, WWW Holdings, Inc. has caused this Certificate to be signed by its authorized officer, this 4th day of February 2000.

WWW HOLDINGS, INC.

By: *Charles G. Berry*
Name: Charles G. Berry
Title: Chief Executive Officer

[Signature Page to Certificate of Merger-EarthLink into WWW Holdings]

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