

09-04-2001

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)



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

Tab settings

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

1. Name of conveying party(ies):

WineryExchange.com

827-01

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State CA, Other

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

2. Name and address of receiving party(ies)

Name: Winery Exchange, Inc.

Internal Address:

Street Address: 35 Leveroni Cr. Ste. 100 City: Novato State: CA Zip: 94949

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State CA, 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: June 27, 2001

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

A. Trademark Application No.(s)

\* See Attached

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Carla B. Oakley

Internal Address:

Brobeck, Phleger & Harrison, LLP

Street Address: Spear Street Tower

One Market

City: San Francisco State: CA Zip: 94105

6. Total number of applications and registrations involved: 9

7. Total fee (37 CFR 3.41) \$ 240.-

- 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.

Name of Person Signing

Signature

Date

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

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

08/31/2001 TDIAZ1 00000077 76233968

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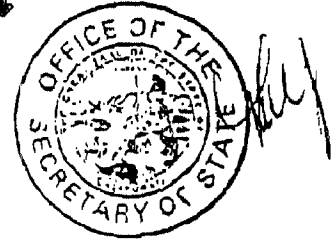
TRADEMARK REEL: 002360 FRAME: 0338

# Recordation Form Cover Sheet

## Trademarks Only

### Section 4 (A): Trademark Application Numbers (cont'd)

- |   |                               |
|---|-------------------------------|
| 1. WineryExchange w/ Grape Design:                  | Application Number: #76233988 |
| 2. WineryExchange:                                  | Application Number: #76065498 |
| 3. Wine Industry Information Center:                | Application Number: #76066548 |
| 4. Tradepulse:                                      | Application Number: #76233987 |
| 5. Miscellaneous Design (Grapes):                   | Application Number: #76114551 |
| 6. Miscellaneous Design (Wine Bottle):              | Application Number: #76065169 |
| 7. Regions:   | Application Number: #76242955 |
| 8. Monogram:  | Application Number: #76275943 |
| 9. Serving the Wine Industry from<br>the Ground Up: | Application Number: #76081347 |



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

**IN WITNESS WHEREOF**, I execute this certificate and affix the Great Seal of the State of California this day of

JUN 27 2001



*Bill Jones*

Secretary of State

**CERTIFICATE OF AMENDMENT  
OF THE  
ARTICLES OF INCORPORATION  
OF  
WINERYEXCHANGE.COM**

**ENDORSED - FILED**  
In the office of the Secretary of State  
of the State of California

JUN 26 2001

BILL JONES, Secretary of State

Peter M. Byck and John E. Crean III hereby certify that:

1. They are and at all times herein mentioned have been, respectively, the duly elected and acting Chief Executive Officer and Secretary of WineryExchange.com, a California corporation (the "Corporation").

2. ARTICLE I of the Articles of Incorporation is hereby amended to read in its entirety as follows:

**"ARTICLE I**

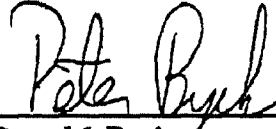
The name of this corporation is Winery Exchange, Inc."

3. The foregoing amendment has been duly approved by the Board of Directors of the Corporation.

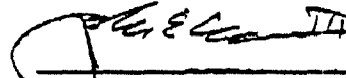
4. The foregoing amendment of the Articles of Incorporation has been duly approved by the required vote of the shareholders in accordance with Sections 902 and 903 of the California Corporations Code. Each class entitled to vote with respect to the foregoing amendment was 10,199,656 shares of Common Stock, 7,515,240 shares of Series A Preferred Stock and 6,578,946 shares of Series B Preferred Stock. The number of shares voting in favor of the amendment of the Articles of Incorporation equaled or exceeded the vote required. The percentage vote required was more than 50% of the Common Stock and Preferred Stock voting as a class.

The undersigned further declare under penalty of perjury that the matters set forth in this Certificate of Amendment are true and correct of their own knowledge.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Amendment at Novato, California, on this 7th day of June, 2001.



Peter M. Byck  
*Chief Executive Officer*



John E. Crean III  
*Secretary*



# State of California



## SECRETARY OF STATE CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the **29th day of October, 1999, WINERY EXCHANGE, INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of August 13, 2001.



*Bill Jones*

BILL JONES  
Secretary of State

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