

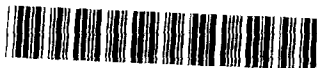


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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 3/31/2002) Tab settings

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

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

1. Name of conveying party(ies):

Planetfeedback.com

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: November 13, 2001

2. Name and address of receiving party(ies)

Name: Intelliseek, Inc.

Internal Address:

Street Address: 1128 Main Street, 4th Floor

City: Cincinnati State: Ohio Zip: 45210

- 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 No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2366064

Additional number(s) attached Yes No

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

Name: Linda D. Bayliss, paralegal

Internal Address:

Taft, Stettinius & Hollister LLP

1800 Firststar Tower; 425 Walnut Street

Street Address Taft, Stettinius & Hollister LLP

1800 Firststar Tower, 425 Walnut Street

City: Cincinnati State: Ohio Zip: 45202

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:

20-0053

(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.

Linda D. Bayliss, paralegal Taft, Stettinius & Hollister LLP

Name of Person Signing

Signature (handwritten)

3/16/02

Date

4

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

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

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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 MERGER, WHICH MERGES:

"PLANETFEEDBACK.COM, INC.", A DELAWARE CORPORATION,
WITH AND INTO "INTELLISEEK, INC." UNDER THE NAME OF
"INTELLISEEK, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER
THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS
OFFICE THE THIRTIETH DAY OF NOVEMBER, A.D. 2001, AT 9 O'CLOCK
A.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

3194979 8100M

AUTHENTICATION: 1479763

010609090

DATE: 12-04-01

**CERTIFICATE OF MERGER
OF
INTELISEEK, INC.
AND
PLANETFEEDBACK.COM, INC.**

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 11/30/2001
010609090 - 3194979

The undersigned officer of IntelliSeek, Inc., a Delaware corporation, hereby certifies as follows:

1. The name and state of incorporation of each of the constituent corporations to the merger are:

(i) IntelliSeek, Inc., which is incorporated under the laws of the State of Delaware; and

(ii) Planetfeedback.com, Inc., which is incorporated under the laws of the State of Delaware.

2. An Agreement and Plan of Merger and Reorganization ("Agreement of Merger") has been approved, adopted, certified, executed and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of Section 251 of the General Corporation Law of the State of Delaware.

3. The name of the surviving corporation in the merger herein certified is IntelliSeek Inc.

4. The Amended and Restated Certificate of Incorporation of IntelliSeek, Inc., as adopted pursuant to the Merger Agreement, and attached hereto as Exhibit A, shall be the certificate of incorporation of said surviving corporation.

5. The executed Agreement of Merger between the aforesaid constituent corporations is on file at an office of the aforesaid surviving corporation, the address of which is as follows:

INTELISEEK, INC.
One Crowne Point Court, Suite 470
Cincinnati, Ohio 45241

6. A copy of the aforesaid Agreement of Merger will be furnished by the aforesaid surviving corporation, on request, and without cost, to any stockholder of each of the aforesaid constituent corporations.

V08834.2

TOTAL P.03

**TRADEMARK
REEL: 002461 FRAME: 0372**



Prescribed by **J. Kenneth Blackwell**

Please obtain fee amount and mailing instructions from the *Forms Inventory List* (using the 3 digit form # located at the bottom of this form). To obtain the *Forms Inventory List* or for assistance, please call Customer Service:
Central Ohio: (614)466-3910 Toll Free: 1-877-SOS-FILE (1-877-767-3453)

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DEC 30 1999

J. KENNETH BLACKWELL
SECRETARY OF STATE

CERTIFICATE OF AMENDMENT TO FOREIGN CORPORATION APPLICATION FOR LICENSE

PLANETFEEDBACK, INC.

(Name of Corporation - Including Assumed Name if Applicable)

Betsy Cohen, Secretary does hereby certify that the above named Foreign
(Authorized Officer and Title)

Corporation formed in the state of Delaware with license number 3029261
has modified the information set forth in the original Application for License or any Amendment thereto with the following:

- The name of the corporation has been amended to PLANETFEEDBACK.COM, INC.
- The corporation's principal office shall be located in:
1201 MAIN STREET, THIRD FLOOR
(street address)
CINCINNATI OH 45210
(city, township, or village) (state) (zip code)
- The corporation's principal office within Ohio shall be located in:
1201 MAIN ST., THIRD FLOOR HAMILTON, Ohio 45210
(city, township, or village) (county) (zip code)
- The corporation hereby appoints the following as the statutory agent upon whom process against the corporation may be served in the state of Ohio. The name and complete address of the statutory agent is:
CBC-LAWYERS INCORPORATING SERVICES 16 EAST BROAD STREET
(name of statutory agent) (street and number)
COLUMBUS, Ohio 43215
(city, village or township) (zip code)
- The corporation will exercise the following corporate purpose(s) in Ohio:
DEVELOPMENT OF SOFTWARE

6. The corporation has currently authorized 30,000,000 shares of stock and has issued 14,205,000 shares.

7. This certificate of amendment supersedes the information currently on file with the Secretary of State of Ohio.

This Certificate of Amendment to the Foreign Corporation Application for License has been adopted in accordance with the laws of the state of domestication.

IN WITNESS WHEREOF, this Certificate of Amendment of a Foreign Corporation has been executed on 12.20.99
(date)

SIGNED: [Signature] (Authorized Officer)