

05-09-2002



102083051

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

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

1. Name of conveying party(ies):

One-to-One Service.com, LLC

5-1-02

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other limited liability company

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

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other change in company status

Execution Date: 10/01/2001

2. Name and address of receiving party(ies)

Name: One-to-One Service.com, Inc.

Internal Address:

Street Address: 24 East Green Street, #18

City: Champaign State: IL Zip: 61820

- 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

OFFICE OF PATENT AND TRADEMARKS FINANCE SECTION 2002 MAY -1 11:10:24

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

A. Trademark Application No.(s) 75609028

B. Trademark Registration No.(s) 2318849; 2321076; 2554652; 2554651

Additional number(s) attached Yes No

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

Name: Matt C. Deering

Internal Address:

Meyer Capel, a Professional Corporation

Street Address: 306 West Church Street

TDIAZ1 00000218 75609028

City: Champaign State: IL Zip: 61820

05/08/2002 01 FC:481 02 FC:482

6. Total number of applications and registrations involved:

5

7. Total fee (37 CFR 3.41) \$ 140.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Matt C. Deering Name of Person Signing

Signature

04/25/02

Date

20

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

BEFORE THE UNITED STATES PATENT AND TRADEMARK OFFICE
WASHINGTON, D.C.

AMENDMENT TO REGISTRATION
(CHANGE OF APPLICANT'S CORPORATE NAME)

MARK: **ISERVICE**

REGISTRATION NO.: 2,381,849

APPLICATION DATE: December 21, 1998

CLASS NO.: **35 (for online business services, namely, tracking, managing and cataloguing inquiries from web site visitors and customers and providing online responses thereto)**

APPLICANT NAME: **One-to-One Service.Com, Inc.
formerly known as One-to-One Service.com, LLC,
formerly known as 1:1 Internet Service Solutions, L.L.C.**

STATE OF INCORPORATION: **Delaware**

TO THE COMMISSIONER OF PATENTS AND TRADEMARKS:

Applicant states that its name has been changed from One-to-One Service.com, L.L.C. to One-to-One Service.Com, Inc. Copies of the Certificate of Conversion with Certificate of Incorporation are attached from the Delaware Secretary of State's office evidencing this change.

Declaration

The undersigned, being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. § 1001, and that such willful false statements may jeopardize the validity of the application or any resulting registration, declares that he is properly authorized to execute this amendment on behalf of the registrant; he

believes the registrant to be the owner of the referenced trademark/service mark; and that all statements made of his own knowledge are true and all statements made on information and belief are believed to be true.

ONE-TO-ONE SERVICE.COM, INC.
A Delaware Limited Liability Company

4/25/02
Date

By: Matt C. Deering
Matt C. Deering,
One of its Attorneys
217/352-1800

Please direct all correspondence concerning this matter to the undersigned counsel:

MATT C. DEERING
Meyer Capel,
a Professional Corporation
306 West Church Street
Post Office Box 6750
Champaign, Illinois 61826-6750
Telephone: 217/352-1800
Facsimile: 217/352-9294
E-Mail: mdeering@meyercapel.com

BEFORE THE UNITED STATES PATENT AND TRADEMARK OFFICE
WASHINGTON, D.C.

AMENDMENT TO REGISTRATION
(CHANGE OF APPLICANT'S CORPORATE STATUS)

MARK: ONE-TO-ONE SERVICE.COM & Design

REGISTRATION NO.: 2,554,652

APPLICATION DATE: September 8, 1999

CLASS NO.: 35 (online business services -- namely tracking, managing, cataloging inquiries from web-site visitors and customers, and providing online responses thereto; conducting and analyzing the results of computer surveys; and direct mail advertising and marketing for others via the global computer network)

APPLICANT NAME: One-to-One Service.Com, Inc.,
formerly known as One-to-One Service.com, LLC,
formerly known as 1:1 Internet Service Solutions, L.L.C.

STATE OF INCORPORATION: Delaware

TO THE COMMISSIONER OF PATENTS AND TRADEMARKS:

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ONE-TO-ONE SERVICE.COM, INC.
A Delaware Corporation

4/25/02
Date

By: 
Matt C. Deering,
One of its Attorneys
217/352-1800

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BEFORE THE UNITED STATES PATENT AND TRADEMARK OFFICE
WASHINGTON, D.C.

AMENDMENT TO REGISTRATION
(CHANGE OF REGISTRANT'S CORPORATE STATUS)

MARK: ONE-TO-ONE SERVICE.COM

REGISTRATION NO. 2,554,651

APPLICATION DATE: September 8, 1999

CLASS NO.: 35 (online business services -- namely tracking, managing, cataloging inquiries from web-site visitors and customers, and providing online responses thereto; conducting and analyzing the results of computer surveys; and direct mail advertising and marketing for others via the global computer network)

APPLICANT NAME: One-to-One Service.Com, Inc.,
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formerly known as 1:1 Internet Service Solutions, L.L.C.

STATE OF INCORPORATION: Delaware

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A Delaware Corporation

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Date

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Matt C. Deering,
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217/352-1800

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Telephone: 217/352-1800
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E-Mail: mdeering@meyercapel.com

BEFORE THE UNITED STATES PATENT AND TRADEMARK OFFICE
WASHINGTON, D.C.

AMENDMENT TO APPLICANT'S ADDRESS AND COMPANY NAME
(CHANGE OF COMPANY NAME)

MARK: ICENTIVES

SERIAL NO.: 75/609028

FILING DATE: 12/21/1998

CLASS NO.: 35

APPLICANT NAME: One-to-One Service.Com, Inc.
formerly known as One-to-One Service.com, L.L.C.
formerly known as 1:1 Internet Service Solutions,
L.L.C.

STATE OF
INCORPORATION: Delaware

TO THE COMMISSIONER OF PATENTS AND TRADEMARKS:

Applicant states that its name has been changed from One-to-One Service.com, L.L.C. to One-to-One Service.Com, Inc. Copies of the Certificate of Conversion with Certificate of Incorporation are attached from the Delaware Secretary of State's office evidencing this change.


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ONE-TO-ONE SERVICE.COM, INC.
A Delaware Corporation

4/25/02
Date

By: 
Matt C. Deering
217/352-1800

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MATT C. DEERING
Meyer Capel,
a Professional Corporation
306 West Church Street
Post Office Box 6750
Champaign, Illinois 61826-6750
217/352-1800
217/352-1083
mdeering@meyercapel.com

BEFORE THE UNITED STATES PATENT AND TRADEMARK OFFICE
WASHINGTON, D.C.

AMENDMENT TO REGISTRATION
(CHANGE OF APPLICANT'S ADDRESS AND CORPORATE NAME)

MARK: ISURVEY

REGISTRATION NO.: 2,321,076

APPLICATION DATE: December 21, 1998

CLASS NO.: 35 (for online business services, namely, conducting and analyzing the results of customer surveys over the global computer network)

APPLICANT NAME: One-to-One Service.Com, Inc.,
formerly known as One-to-One Service.com, LLC,
formerly known as 1:1 Internet Service Solutions, L.L.C.

STATE OF INCORPORATION: Delaware

TO THE COMMISSIONER OF PATENTS AND TRADEMARKS:

Applicant states that its name has been changed from One-to-One Service.com, L.L.C. to One-to-One Service.Com, Inc. Copies of the Certificate of Conversion with Certificate of Incorporation are attached from the Delaware Secretary of State's office evidencing this change.

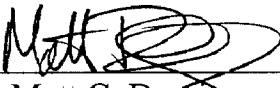
Declaration

The undersigned, being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. § 1001, and that such willful false statements may jeopardize the validity of the application or any resulting registration, declares that he is properly authorized to execute this amendment on behalf of the registrant; he

believes the registrant to be the owner of the referenced trademark/service mark; and that all statements made of his own knowledge are true and all statements made on information and belief are believed to be true.

ONE-TO-ONE SERVICE.COM, INC.
A Delaware Limited Liability Company

4/25/02
Date

By: 
Matt C. Deering,
One of its Attorneys
217/352-1800

Please direct all correspondence concerning this matter to the undersigned counsel:

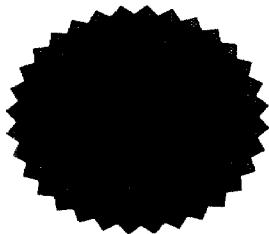
MATT C. DEERING
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Facsimile: 217/352-9294
E-Mail: mdeering@meyercapel.com

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED LIABILITY COMPANY UNDER THE NAME OF "ONE-TO-ONE SERVICE.COM, LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "ONE-TO-ONE SERVICE.COM, LLC" TO "ONE-TO-ONE SERVICE.COM, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF OCTOBER, A.D. 2001, AT 9 O'CLOCK A.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2780212 8100V

020217227

AUTHENTICATION: 1719577

DATE: 04-12-02

TRADEMARK
REEL: 002502 FRAME: 0012

CERTIFICATE OF CONVERSION

OF

ONE-TO-ONE SERVICE.COM, LLC.

FIRST. The Certificate of Formation for One-to-One Service.com, LLC (f/k/a Internet Service Solutions, LLC) was filed with the Secretary of State of Delaware on July 31, 1997.

SECOND. The name of the limited liability company prior to filing this Certificate of Conversion was One-to-One Service.com, LLC.

THIRD. The name of the new corporation will be One-to-One Service.com, Inc..

FOURTH. The limited liability company was a Delaware limited liability company.

The undersigned Manager, for the purpose of converting a limited liability company into a corporation pursuant to the General Corporation Law of the State of Delaware, has signed this Certificate this 1st day of October, 2001.



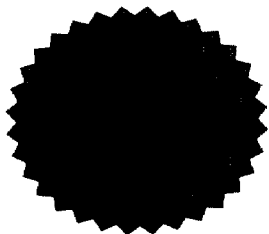
Scott Whitsitt, Manager

Delaware

PAGE 2

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "ONE-TO-ONE SERVICE.COM, INC." FILED IN THIS OFFICE ON THE FIRST DAY OF OCTOBER, A.D. 2001, AT 9 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2780212 8100V

020217227

AUTHENTICATION: 1719577

DATE: 04-12-02
TRADEMARK

REEL: 002502 FRAME: 0014

CERTIFICATE OF INCORPORATION

OF

ONE-TO-ONE SERVICE.COM, INC.

FIRST. The name of the corporation is One-to-One Service.com, Inc. (the "Corporation").

SECOND. The address of the Corporation's registered office in the State of Delaware is 2711 Centerville Road, Suite 400, Wilmington, Delaware, 19808. The name of its registered agent at such address is The Company Corporation.

THIRD. The nature of business to be conducted or promoted and the purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

FOURTH. The total number of shares of stock which the corporation shall have authority to issue is eleven million (11,000,000), divided into two classes as follows: ten million (10,000,000) of which shall be common stock, \$0.001 par value per share ("Common Stock"), and one million (1,000,000) of which shall be preferred stock, \$0.001 par value per share ("Preferred Stock").

The designations, powers, references and rights, and the qualifications, limitations or restrictions of the above classes of stock are as follows:

A. CLASS I: PREFERRED STOCK

1. The board of directors is expressly authorized at any time, and from time to time, to issue shares of Preferred Stock in one or more series, and for such consideration as the board of directors may determine, with such voting powers, full or limited but not to exceed one vote per share, or without voting powers, and with such designations, preferences and relative, participating, option or other special rights, and qualifications, limitations or restrictions thereof, as shall be stated in the resolution or resolutions providing for the issue thereof, and as are not stated in this Certificate of Incorporation, or any amendment thereto. All shares of any one series shall be of equal rank and identical in all respects.
2. No dividend shall be paid or declared on any particular series of Preferred Stock unless dividends shall be paid or declared pro rata on all shares of Preferred Stock at the time outstanding of each other series which ranks equally as to dividends with such particular series.
3. Unless and except to the extent otherwise required by law or provided in the resolution or resolutions of the board of directors creating any series of Preferred Stock pursuant to this Class I, the holders of the Preferred Stock shall have no voting power with respect to any matter whatsoever. In no event shall the

Preferred Stock be entitled to more than one vote in respect of each share of stock. Subject to the protective conditions or restrictions of any outstanding series of Preferred Stock, any amendment to this Certificate of Incorporation which shall increase or decrease the authorized capital stock of any class or classes may be adopted by the affirmative vote of the holders of a majority of the outstanding shares of voting stock of the Corporation.

4. Shares of Preferred Stock redeemed, converted, exchanged, purchased, retired or surrendered to the corporation, or which have been issued and reacquired in any manner, shall, upon compliance with any applicable provisions of the General Corporation Law of the State of Delaware have the status of authorized and unissued shares of Preferred Stock and may be reissued by the board of directors as part of the series of which they were originally a part or may be reclassified into and reissued as part of a new series or as part of any other series, all subject to the protective conditions or restrictions of any outstanding series of Preferred Stock.

B. CLASS II: COMMON STOCK

1. Subject to preferential dividend rights, if any, applicable to shares of the Preferred Stock and subject to the applicable requirements, if any, with respect to the setting aside of sums for purchase, retirement or sinking funds for the Preferred Stock, the holder of the Common Stock shall be entitled to receive to the extent permitted by law, such dividends as may be declared from time to time by the board of directors.
2. In the event of the voluntary or involuntary liquidation, dissolution, distribution of assets or winding up of the Corporation, after distribution in full of the preferential amounts, if any, to be distributed to the holders of shares of the Preferred Stock, holders of the Common Stock shall be entitled to receive all the remaining assets of the Corporation of whatever kind available for distribution to stockholders ratably in proportion to the number of shares of Common Stock held by them respectively.
3. Except as may be otherwise required by law or this Certificate of Incorporation, each holder of the Common Stock shall have one vote in respect of each share of stock held by him or her of record on the books of the corporation on all matters voted upon by the stockholders.

FIFTH. The name and mailing address of the incorporator is as follows:

Scott Whitsitt
One-to-One Service.com
24 E. Green St.
Champaign, Illinois 61820

SIXTH. The number of directors of the Corporation shall be fixed from time to time by the By-Laws of the Corporation. Election of directors need not be by written ballot unless the By-Laws so provide.

SEVENTH. In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make, alter or repeal the By-Laws of the Corporation.

EIGHTH. The Corporation shall indemnify, to the full extent that it shall have power under applicable law to do so and in a manner permitted by such law, any person made or threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a director or officer of the Corporation against liabilities and expenses reasonably incurred or paid by such person in connection with such action, suit or proceeding. The Corporation may indemnify, to the full extent that it shall have power under applicable law to do so and in a manner permitted by such law, any person made or threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was an employee or agent of the Corporation, or is or was serving at the request of the Corporation as director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against liabilities and expenses reasonably incurred or paid by such person in connection with such action, suit or proceeding. The words "liabilities" and "expenses" shall include, without limitation: liabilities, losses, damages, judgments, fines, penalties, amounts paid in settlement, expenses, attorneys' fees and costs. The indemnification and advancement of expenses provided by or granted pursuant to this Article EIGHTH shall not be deemed exclusive of any other rights to which any person indemnified or being advanced expenses may be entitled under any statute, By-Law, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be such director, officer, employee or agent and shall inure to the benefits of the heirs, executors and administrators of such person.

The Corporation may purchase and maintain insurance on behalf of any person referred to in the preceding paragraph against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against such liability under the provisions of this Article EIGHTH or otherwise.

For purposes of this Article EIGHTH, references to "the Corporation" shall include, in addition to the Corporation, any constituent corporation (including any constituent of a constituent) absorbed in a consolidation or merger which, if its separate existence had continued, would have had power and authority to indemnify its directors, officers, and employees or agents, so that any person who is or was a director, officer, employee or agent of such constituent corporation, or is or was serving at the request of such constituent corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, shall stand in the same position under the provisions of this Article with respect to the resulting or surviving corporation as he would have with respect to such constituent corporation if its separate existence had continued.

The provisions of this Article EIGHTH shall be deemed to be a contract between the Corporation and each director or officer who serves in any such capacity at any time while this Article and the relevant provisions of the General Corporation Law of the State of Delaware or other applicable law, if any, are in effect, and any repeal or modification of any such law or of this Article shall not affect any rights or obligations then existing with respect to any state of facts then or theretofore existing or any action, suit or proceeding theretofore or thereafter brought or threatened based in whole or in part upon any such state of facts.

For purposes of this Article, references to "other enterprises" shall include employee benefit plans; references to "fines" shall include any excise taxes assessed on a person with respect to an employee benefit plan; and references to "serving at the request of the Corporation" shall include any service as a director, officer, employee or agent of the Corporation which imposes duties on, or involves services by, such director, officer, employee, or agent with respect to an employee benefit plan, its participants, or beneficiaries; and a person who acted in good faith and in a manner he reasonably believed to be in the best interest of the participants and beneficiaries of an employee benefit plan shall be deemed to have acted in a manner not opposed to the best interests of the Corporation.

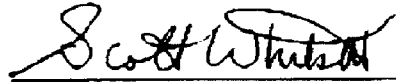
NINTH. The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

TENTH. Whenever a compromise or arrangement is proposed between the Corporation and its creditors or any class of them and/or between the Corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of the Corporation or of any creditor or stockholder thereof or on the application of any receiver or receivers appointed for the Corporation under the provisions of Section 291 of Title 8 of the Delaware Code or on the application of trustees in dissolution or of any receiver or receivers appointed for the Corporation under the provisions of Section 279 of Title 8 of the Delaware Code order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of the Corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of the Corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of the Corporation as consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of the Corporation, as the case may be, and also on the Corporation.

ELEVENTH. No director of the Corporation shall be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the General Corporation Law of the State of

Delaware, or (iv) for any transaction from which the director derived an improper personal benefit.

The undersigned incorporator, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, has signed this Certificate this 1st day of October, 2001.



Scott Whitsitt, Incorporator

Law Offices of
MEYER CAPEL
A PROFESSIONAL CORPORATION

Telephone: 217/352-1800
Facsimile: 217/352-1083
http://www.meyercafel.com

306 West Church Street
P.O. Box 6750
Champaign, Illinois 61826-6750

Of Counsel
August C. Meyer, Jr.
Richard J. Winkel, Jr.
John H. McCord

James L. Capel, Jr (1933-1991)

MATT C. DEERING
E-mail: *mdeering@meyercafel.com*

April ~~24~~, 2002
25

VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED

7002 0460 0000 5828 7311

Patent and Trademark Office
Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231


Re: One-to-One Service.com, Inc.
Serial Nos. 75/609028
Registration Nos. 2,321,076, 2,318,849, 2,554,652, and 2,554,651

To the Commissioner:

I enclose with this letter an amendment to the above-referenced application (changing the registrant's corporate name and address), notice of recordation, along with a check in the amount of \$140.00.

Please contact me directly if you should have any questions. Thank you for your assistance.

Sincerely,


Matt C. Deering

MCD:bf
Enclosures