

05-29-2002

Substitute Form PTO-1594
Attorney Docket No.: 10984-042001

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Commissioner for Trademarks: Please record the attached copies of an original document.

<p>1. Name of conveying party: Quote.com, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation—State <input type="checkbox"/> Other _____</p> <p>Additional name(s) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party: Quote LLC 400-2 Totten Pond Road Waltham, MA 02451</p> <p><input type="checkbox"/> Individual(s) Citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation—State <u>Delaware</u> <input type="checkbox"/> Other _____</p> <p>If the assignee is not domiciled in the United States, a domestic representative designation is attached. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Additional names/addresses attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance: <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other:</p> <p>Execution Date: June 28, 2001 (effective as of July 1, 2001)</p>	<p>4. Application number(s) or trademark number(s): A. Trademark Application No(s): B. Trademark No(s): <u>2042080</u> 20 2002</p> <p>Additional numbers attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>5. Name/address of party to whom correspondence concerning document should be mailed: TIMOTHY A. FRENCH, ESQ. MERTON E. THOMPSON, IV Fish & Richardson P.C. 225 Franklin Street Boston, Massachusetts 02110-2804</p>	<p>6. Total number of applications and registrations involved: 16</p> <p>7. Total fee (37 CFR §3.41): \$415 <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to charge Deposit Account.</p> <p>8. Deposit Account No.: 06-1050 Please apply any additionally charges, or any credits, to our Deposit Account No. 06-1050.</p>
<p>05/28/2002 TDIAZI 00000124 2042080 DO NOT USE THIS SPACE</p> <p>01 FC:401 40.00 OP 02 FC:402 375.00 OP</p>	
<p>9. Statement and Signature: <i>To the best of my knowledge and belief, the foregoing information is true and correct and the attached is a true copy of the original document.</i></p> <p><u>Merton E. Thompson, IV</u> <u>[Signature]</u> <u>05/13/02</u> Name of Person Signing Signature Date</p>	
<p>Total number of pages including cover sheet, attachments, and document: 4</p>	

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CERTIFICATE OF MAILING BY EXPRESS MAIL

Express Mail Label No. EL010098914US

I hereby certify under 37 CFR §1.10 that this correspondence is being deposited with the United States Postal Service as Express Mail Post Office to Addressee with sufficient postage on the date indicated below and is addressed to the United States Patent and Trademark Office, BOX ASSIGNMENT BRANCH, Washington, D.C. 22202-3513.

5/14/02 2900 Crystal Drive [Signature] Henry Jenkins
Date of Deposit Signature Typed Name of Person Signing Certificate

TRADEMARK
REEL: 002515 FRAME: 0033

MATTER#	COUNTRY	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
?@ and Design 1							
10984/043001	UNITED STATES	5/13/1996	75/103,017	7/22/1997	2,081,176	REGISTERED	35, 42
ANGELFIRE 1							
10984/040002	UNITED STATES	6/17/1999	75/732,285	1/23/2001	2,422,857	REGISTERED	38
10984/040001	UNITED STATES	6/17/1999	75/732,283	12/19/2000	2,413,703	REGISTERED	35
10984/040003	UNITED STATES	6/17/1999	75/731,086			PENDING	42
LIVECHARTS 1							
10984/684001	UNITED STATES	8/16/2001	76/300,969			PENDING	35, 36
MAILCITY 1							
10984/005001	UNITED STATES	5/15/1997	75/292,338	6/16/1998	2,165,752	REGISTERED	38
MYCROBES 1							
10984/206001	UNITED STATES	4/25/2000	76/033,651			ALLOWED	9
10984/206002	UNITED STATES	4/25/2000	76/034,134			ALLOWED	41
QCHARTS 1							
10984/275001	UNITED STATES	2/16/2001	76/211,631			PENDING	9, 36
QFEED 1							
10984/274001	UNITED STATES	2/16/2001	76/211,629			PENDING	35, 36
QUOTE.COM 1							
10984/052001	UNITED STATES	5/20/1996	75/106,791	9/7/1999	2,276,791	REGISTERED	35, 36
WHO'S THERE? 1							
10984/044001	UNITED STATES	5/13/1996	75/103,016	8/19/1997	2,088,969	REGISTERED	35, 42
WHOWHERE? 1							
10984/045001	UNITED STATES	4/25/1996	75/093,842	10/31/2000	2,400,354	REGISTERED	9, 16, 25
10984/045002	UNITED STATES	4/25/1996	75/093,841	4/15/1997	2,052,566	REGISTERED	35
10984/045003	UNITED STATES	12/26/1995	75/037,409	12/17/1996	2,023,771	REGISTERED	42

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TESTA, HURWITZ & THIBEAULT

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 10:00 AM 06/29/2001
010315099 - 3397520

CERTIFICATE OF MERGER

FOR THE MERGER

OF

QUOTE.COM, INC.
(a California corporation)

WITH AND INTO

QUOTE LLC
(a Delaware limited liability company)

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act (the "Delaware Law"), Quote LLC, a Delaware limited liability company and the surviving entity in the merger contemplated herein does hereby certify that:

1. The entities merging are Quote LLC, a Delaware limited liability company ("Quote LLC"), and Quote.com, Inc., a California corporation ("Quote").
2. An Agreement and Plan of Merger (referred to herein as the "Merger Agreement"), dated as of July 1, 2001, by and between Quote LLC and Quote setting forth the terms and conditions of the merger of Quote with and into Quote LLC, has been approved, adopted, certified, executed and acknowledged by each of the merged entities in accordance with the requirements of applicable law.
3. The name of the surviving entity is Quote LLC.
4. The merger shall be effective at 10:00 a.m. on July 1, 2001.
5. The executed Merger Agreement is on file at the principal place of business of Quote LLC. The address of the principal place of business of Quote LLC is 400-2 Totten Pond Road, Waltham, MA 02451.
7. A copy of the Merger Agreement will be furnished by Quote LLC, on request and without cost, to any stockholder of Quote or member of Quote LLC.

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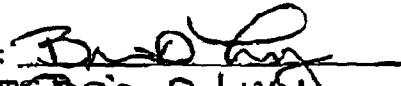
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TESTA, HURWITZ & THIBEAULT

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IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger to be signed by its authorized officer on this 28th day of June 2001.

QUOTE LLC

By: 
Name: Brian O. Luby
Title: manager

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