

06-12-2002



102119817

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): About.com, Inc.

6.6.02

- 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: January 31, 2002

2. Name and address of receiving party(ies)

Name: About, Inc.

Internal Address:

Street Address: 1440 Broadway

City: New York State: NY Zip: 10018

- 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) (See Schedule A)

Additional number(s) attached Yes No

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

Name: Meichelle R. MacGregor, Esq.

Internal Address: Cowan, Liebowitz & Latman, P.C.

Street Address: 1133 Avenue of the Americas

City: New York State: NY Zip: 10036

6. Total number of applications and registrations involved: 19

7. Total fee (37 CFR 3.41) \$ 490.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

03-3415

(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.

Baila H. Celedonia

Name of Person Signing

Baila H. Celedonia

Signature

6/6/02

Date

Total number of pages including cover sheet, attachments, and document: 4

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

06/12/2002 6TOM11 00000053 75837366

01 FC:481 02 FC:482

40.00 OP 450.00 OP

TRADEMARK REEL: 002523 FRAME: 0924

## Schedule A

1

Country: **United States**

<u>Mark</u>	<u>Classes</u>	<u>App. #</u>	<u>App. Dt</u>	<u>Reg. #</u>	<u>Reg. Dt</u>	<u>Status</u>
ABOUT	35, 36, 39, 41, 42	75/837366	11/1/99			FILED
ABOUT.COM	35, 36, 39, 41, 42	75/837367	11/1/99			FILED
ABOUT.COM & DESIGN	35, 36, 39, 41, 42	75/851763	11/17/99			FILED
GLOWBUG	35	76/007964	3/23/00			FILED
WINVITE	35	76/010933	3/23/00			FILED
WINVITATION	35	76/010940	3/23/00			FILED
THE MINING COMPANY	25	75/208587	12/5/96	2338952	4/4/00	REGISTERED
TAKE BACK THE NET	42	75/272334	4/10/97	2215325	12/29/98	REGISTERED
GUIDEWAYS	42	75/491650	5/27/98	2315652	2/8/00	REGISTERED
WE DIG THE NET	42	75/587161	11/12/98	2318608	2/15/00	REGISTERED
MININGCO.COM	35, 36, 39, 41, 42	75/611251	12/23/98	2340518	4/11/00	REGISTERED
ABOUT	42	75/683423	4/15/99	2343226	4/18/00	REGISTERED
ABOUT.COM	42	75/683424	4/15/99	2348472	5/9/00	REGISTERED
BARGAINDOG	42	75/833458	10/28/99	2433198	5/6/01	REGISTERED
YOUR FRIEND WINS, YOU WIN	35	76/011064	3/23/00	2489652	9/11/01	REGISTERED
SPRINKS AND DESIGN	35	76/050791	5/17/00	2,539,485	2/19/02	REGISTERED
SPRINKS	35	76/050792	5/17/00	2,539,486	2/19/02	REGISTERED
THE HUMAN INTERNET	35, 36, 39, 41, 42	76/091687	7/17/00	2563184	4/23/02	REGISTERED
FREETOOLS.COM	38, 42	76/110,947	8/16/00	2,560,638	4/9/02	REGISTERED

# Delaware

PAGE 1

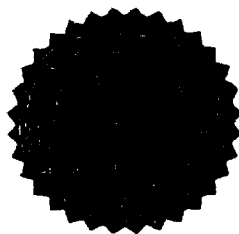
*The First State*

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 OWNERSHIP, WHICH MERGES:

"ABOUT, INC.", A DELAWARE CORPORATION,

WITH AND INTO "ABOUT.COM, INC." UNDER THE NAME OF "ABOUT, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF JANUARY, A.D. 2002, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



2967799 8100M

020064916

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1589768

DATE: 01-31-02

TRADEMARK

REEL: 002523 FRAME: 0926

STATE OF DELAWARE  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 FILED 09:00 AM 01/31/2002  
 020064916 - 2967799

**CERTIFICATE OF OWNERSHIP AND MERGER**

**MERGING**

**ABOUT, INC.**

**WITH**

**ABOUT.COM, INC.**

(Pursuant to Section 253 of the  
 General Corporation Law of the State of Delaware)

\*\*\*\*\*

About.com, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "DGCL"),

**DOES HEREBY CERTIFY:**

**FIRST:** That the Corporation owns all of the outstanding shares of About, Inc., a corporation organized and existing under the DGCL.

**SECOND:** That the Corporation, by the following resolutions of its Board of Directors, duly adopted at a telephonic meeting of its members on January 31, 2002, determined to merge About, Inc. into itself on the terms and conditions set forth in such resolution:

**RESOLVED,** that About, Inc. be merged with and into the Corporation and that the Corporation be the surviving corporation in such merger.

**FURTHER RESOLVED,** that the merger shall become effective upon the date and time of the filing of a Certificate of Ownership and Merger with the Secretary of State of Delaware.

**FURTHER RESOLVED,** that upon the effectiveness of the merger, the Corporation shall assume all of the liabilities and obligations of About, Inc.

**FURTHER RESOLVED,** that upon the effectiveness of the merger, the name of the Corporation shall be changed to "About, Inc." and Article I of the Second Amended and Restated Certificate of Incorporation of the Corporation shall be amended to read as follows:

"The name of the corporation is About, Inc. (the "Corporation")."

IN WITNESS WHEREOF, About.com, Inc. has caused this Certificate to be executed as of the 31st day of January, 2002.

ABOUT.COM, INC.

By:   
 Chris Fraser, Vice President and  
 Assistant Secretary