

07-23-2002



Form PTO-1594 (Rev. 05/01) OMB No. 0881-0027 (exp. 5/31/2002) Tab settings

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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):

Cimo, Inc.

7.11.02

- 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 05/03/02

2. Name and address of receiving party(ies)

Name: Hotwire, Inc.

Internal Address:

Street Address: 333 Market St., Suite 100 City: San Francisco State: CA Zip: 94102

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

If assignor is not conveyed in the United States, a domestic representative designation is effective: Yes No Additional name(s) & address(es) attached? Yes No

TRADEMARK FEE PROCESS RECEIVED JUL 11 10 3:46 PM US PATENT & TRADEMARK OFFICE

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

A. Trademark Application No. (a) 76065246

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: Lawrence Friedman

Internal Address:

Street Address: Cleary Gottlieb Steen & Hamilton

1 Liberty Plaza

City: New York State: NY Zip: 10006

6. Total number of applications and registrations involved: 1

7. Total fee (\$7 CFR 3.41).....\$ 40

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Timothy Dorn Name of Person Signing

Signature

7/9/02 Date

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

All documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Esp. Assignments Washington, D.C. 20527

07/22/2002 DRYNE 00000150 76065246

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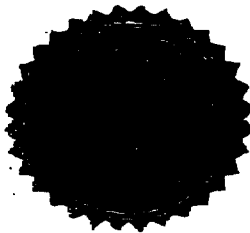
07/10/2002 18:02 FAX 212 925 3989 TRADEMARK

REEL: 002546 FRAME: 0746

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 AMENDMENT OF "CIMO, INC.", CHANGING ITS NAME FROM "CIMO, INC." TO "HOTWIRE, INC.", FILED IN THIS OFFICE ON THE SECOND DAY OF MAY, A.D. 2002, AT 11:30 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

AUTHENTICATION: 1757455

DATE: 05-03-02

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**CERTIFICATE OF AMENDMENT OF
AMENDED AND RESTATED CERTIFICATE OF
INCORPORATION OF CIMO, INC.**

CIMO, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), **DOES HEREBY CERTIFY:**

FIRST: The name of the Corporation is **Cimo, Inc.**

SECOND: The date on which the Certificate of Incorporation of the Corporation was originally filed with the Secretary of State of the State of Delaware is **December 1, 1999.**

THIRD: The Board of Directors of the Corporation, acting in accordance with the provisions of Sections 141(f) and 242 of the General Corporation Law of the State of Delaware, adopted resolutions amending its Amended and Restated Certificate of Incorporation as follows:

Article I shall be amended and restated to read in its entirety as follows:

1


NAME

The name of this corporation is **Howire, Inc.** (the "Company").

FOURTH: Thereafter pursuant to a resolution of the Board of Directors, this Certificate of Amendment was submitted to the stockholders of the Corporation for their approval, and was duly adopted by holders of the requisite number of shares of outstanding stock of the Company entitled to vote thereon, acting by written consent in accordance with the provisions of Sections 243 and 228 of the General Corporation Law of the State of Delaware. Notice of the adoption by the stockholders of this Certificate of Amendment will be given to the holders of such shares who did not so consent in accordance with Section 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, Cimo, Inc. has caused this Certificate of Amendment to be signed by its President and attested to by its Secretary this 2nd day of May, 2002.

CIMO, INC.

By 
Karl Peterson, President

ATTEST:


Timothy J. Dunn, Secretary

DL-1235187-J

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 11:30 AM 05/02/2002
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