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Form PTO-159 (Rev. 03/01) OMB No. 0651-0027 (exp. 3/31/2002) Tab settings

RECORD 1 TRADE

07-31-2002



DEPARTMENT OF COMMERCE Patent and Trademark Office

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

1. Name of conveying party(ies):

Saleshound, Inc.

07-24-02

- Individual(s) Association General Partnership Limited Partnership Corporation-State (Del.) 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: 07/10/2001

2. Name and address of receiving party(ies)

Name: CrossMedia Services, Inc.

Internal Address:

Street Address: 350 West Erie

City: Chicago State: IL Zip: 60610

- 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) 75/733077

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: Carol R. Kirchick, Esq.

Internal Address:

Street Address: Rich May, a Professional Corporation

176 Federal Street

6th Floor

City: Boston, State: MA Zip: 02110-2223

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:

DO NOT USE THIS SPACE

9. Signature.

Handwritten signature of Carol R. Kirchick

July 19, 2002

Name of Person Signifying

Signature

Date

Total number of pages including cover sheet, attachments, and document: 3

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

TRADEMARK REEL: 002552 FRAME: 0182

**CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION
OF
SALESHOUND, INC.**

SalesHound, 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: That the directors of the Corporation have duly adopted a resolution, pursuant to Sections 141 and 242 of the General Corporation Law of the State of Delaware, setting forth an amendment to the Corporation's Fifth Amended and Restated Certificate of Incorporation and declaring said amendment to be advisable.

SECOND: That the stockholders of the Corporation have duly approved said amendment by the required vote of such stockholders, adopted by the written consent of a majority in interest of each class of stockholders in accordance with Sections 228 and 242 of the General Corporation Law of the State of Delaware. Prompt written notice of the adoption of the amendment herein certified has been given to those stockholders who have not consented in writing thereto, as provided in Section 228 of the General Corporation Law of the State of Delaware.

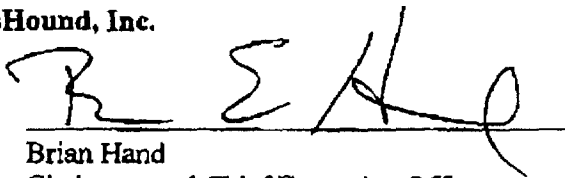
THIRD: That the Fifth Amended and Restated Certificate of Incorporation of the Corporation is hereby further amended so that Article I of the Fifth Amended and Restated Certificate of Incorporation of the Corporation shall read as follows in its entirety:

The name of the Corporation is CrossMedia Services, Inc.

IN WITNESS WHEREOF, the Corporation has caused its corporate seal to be affixed hereto and this Certificate of Amendment to be signed by its Chairman and Chief Executive Officer this 10th day of July, 2001.

[Corporate Seal]

SalesHound, Inc.

By: 
Brian Hand
Chairman and Chief Executive Officer

State of Delaware
Office of the Secretary of State

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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 AMENDMENT OF "SALESHOUND, INC.", CHANGING ITS NAME FROM "SALESHOUND, INC." TO "CROSSMEDIA SERVICES, INC.", FILED IN THIS OFFICE ON THE TENTH DAY OF JULY, A.D. 2001, AT 10 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1233950

DATE: 07-10-01

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