

08-01-2002

8-1-02



3 SHEET

102174494

To the Honorable Commiss.

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

iVillage Integrated Media, Inc.

- Individual(s) Association
- General Partnership
- Limited Partnership
- Corporation - State of Delaware
- Other _____

Additional name(s) of conveying party(ies) attached?

Yes No

2. Name and address of receiving party(ies):

Name: iVillage Parenting Network, Inc.

Internal Address:

Street Address: 500 Seventh Avenue

City: New York State: New York

ZIP: 10018

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation State of Delaware

Other _____

If assignee is not domiciled in the United States, a domestic representative is attached Yes No

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Certificate of Merger

Security Agreement Certificate of Amendment

Name Change

Other

Execution Date: July 3, 2002

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

If this document is being filed together with a new application, the execution date of the application is:

A. Trademark Application No.(s) 75/589,955

B. Trademark Registration No.(s) 2,463,584, 2,524,160, 2,411,791, and 1,726,786
Additional numbers attached? Yes No

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

Name: Bradford S. Breen

Internal Address: Orrick, Herrington & Sutcliffe LLP

Street Address: 666 Fifth Avenue

City: New York State: New York ZIP: 10103

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 for any deficiency in fees.

8. Deposit account number: 15-0665

Authorized to be charged to deposit account.

(Attach duplicate copy of this page if paying by deposit account)

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DO NOT USE THIS SPACE

01 FC:481 40.00 OF
02 FC:482 100.00 OF

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.

Bradford S. Breen, Esq.
Name of Person Signing

Signature

July 29, 2002
Date

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

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

Delaware

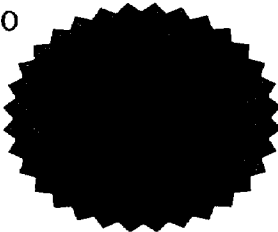
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The First State

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 "IVILLAGE INTEGRATED MEDIA, INC.", CHANGING ITS NAME FROM "IVILLAGE INTEGRATED MEDIA, INC." TO "IVILLAGE PARENTING NETWORK, INC.", FILED IN THIS OFFICE ON THE THIRD DAY OF JULY, A.D. 2002, AT 9 O'CLOCK A.M.

3228756 8100

020478317



AUTHENTICATION: 1905084

DATE: 07-26-02

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

TRADEMARK

REEL: 002553 FRAME: 0381

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION

OF

IVILLAGE INTEGRATED MEDIA, INC.

It is hereby certified that:

1. The name of the corporation (hereinafter called the "corporation") is iVillage Integrated Media, Inc.

2. The certificate of incorporation of the corporation is hereby amended by striking out Article FIRST thereof and by substituting in lieu of said Article the following new Article:

"FIRST: The name of the Corporation is iVillage Parenting Network, Inc. (the "Corporation")."

3. The amendment of the certificate of incorporation herein certified has been duly adopted and written consent has been given in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

Signed on July 3, 2002

s// Michael A. Gilbert

Michael A. Gilbert

Vice President and Secretary

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 07/03/2002
020433065 - 3228756

DE BC D-CERTIFICATE OF AMENDMENT-AFTER PAYMENT 01/98-1 (#10)

RECORDED: 08/01/2002

TRADEMARK
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