

09-11-2002

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

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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):

Online Partners.com, Inc.

9-9-02

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

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Planetout Partners USA, Inc.

Internal

Address: _____

Street Address: 995 Market Street, 14th Floor

City: San Francisco State: CA Zip: 94103

- 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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: April 29, 2002

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

A. Trademark Application No.(s)

76/263,309 75/871,682 75/871,152

B. Trademark Registration No.(s)

2,479,680 2,149,815 2,294,940 2,421,183
1,880,544 2,045,005 2,417,547 2,081,759
2,091,922

Additional number(s) attached Yes No

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

Name: Lisa M. Greenwald

Internal Address: Cooley Godward LLP

Street Address: One Maritime Plaza, 20th Floor

City: San Francisco State: CA Zip: 94111

6. Total number of applications and registrations involved: _____

12

7. Total fee (37 CFR 3.41).....\$ 315.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

03-3118

(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.

Lisa M. Greenwald

Name of Person Signing

Signature

Date

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

4

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

09/16/2002 0BYRNE 00000216 76263309

01 FC:481
02 FC:482

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TRADEMARK
REEL: 002579 FRAME: 0299

**CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION OF
ONLINE PARTNERS.COM, INC.**

ONLINE PARTNERS.COM, 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 present name of the Corporation is Online Partners.com, Inc., which is the name under which the Corporation was originally incorporated.

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 October 23, 1997.

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

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

***ARTICLE I**

The name of the corporation is **PlanetOut Partners USA, Inc.**
(the "Corporation")."

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 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, Online Partners.com, Inc. has caused this Certificate of Amendment to be signed by its Chief Executive Officer and attested to by its Secretary this 29th day of April, 2002.

ONLINE PARTNERS.COM, INC.

By: 
LOWELL R. SELVIN
Chief Executive Officer

ATTEST:


JEREMY T. SOUKUP
Secretary

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FP2X011.DOC

September 3, 2002

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

LISA M. GREENWALD
(415) 693-2103
lgreenwald@cooley.com

Re: Recordation Form Cover Sheet – Trademarks Only
Our File: Planetout Partners USA, Inc./General Trademark
Our Reference: 164676-201

Dear Sir:

Attached you will find a Recordation Form Cover Sheet with a copy of a certified Certificate of the Amendment of Online Partners.com, Inc. changing its name from Online Partners.com, Inc. to Planetout Partners USA, Inc. Please record the name change on the registrations and pending applications referenced on the Recordation Form Cover Sheet. **Please also issue registrations for the pending applications in the name of Planetout Partners USA, Inc.**

Also attached is our check in the amount of \$315.00 to cover the fee for filing the recordation. Please charge any deficiency or credit any overpayment of this fee to Deposit Account No. 03-3118. For your reference, we are attaching a duplicate copy of this letter as authorization.

Thank you very much. If you have any questions, please contact me immediately. Kindly acknowledge your receipt of these materials by stamping and returning the provided pink postcard.

Very truly yours,

COOLEY GODWARD LLP


Lisa M. Greenwald

LMG:mab

Attachments

cc: John W. Crittenden, Esq.

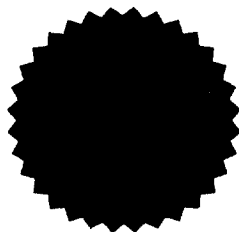
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Delaware

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 AMENDMENT OF "ONLINE PARTNERS.COM, INC.", CHANGING ITS NAME FROM "ONLINE PARTNERS.COM, INC." TO "PLANETOUT PARTNERS USA, INC.", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF APRIL, A.D. 2002, AT 9 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2811624 8100

AUTHENTICATION: 1912143

020486645

DATE: 07-31-02

TRADEMARK

REEL: 002579 FRAME: 0303

COPY

September 3, 2002

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

LISA M. GREENWALD
(415) 693-2103
lgreenwald@cooley.com

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Lisa M. Greenwald

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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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- Corporation-State
- Other _____

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- Assignment Merger
- Security Agreement Change of Name
- Other _____

Execution Date: **April 29, 2002**

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Name: **Planetout Partners USA, Inc.**

Internal Address: _____

Street Address: **995 Market Street, 14th Floor**

City: **San Francisco** State: **CA** Zip: **94103**

- 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)
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Name of Person Signing

_____ Signature

_____ Date

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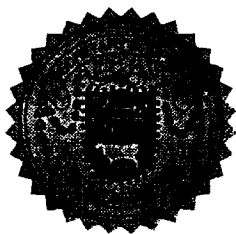
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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2811624 8100

AUTHENTICATION: 1912143

020486645

DATE: 07-31-02

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REEL: 002579 FRAME: 0306

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LOWELL R. SELVIN
Chief Executive Officer

ATTEST:



JEFFREY T. SOUKUP
Secretary

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RECORDED: 09/09/2002

TRADEMARK
REEL: 002579 FRAME: 0308