

09-30-2002



NET

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

ILY

To the Honorable Commissioner of Patents ... 102236395

ie attached original documents or copy thereof.

1. Name of conveying party(ies):

SIERRA ON-LINE, INC.

9-12-02

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other \_\_\_\_\_
- Merger
- Change of Name

Execution Date: December 14, 2001

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

SIERRA ENTERTAINMENT INC.  
6080 Center Drive  
Los Angeles, CA 90045

SEP 12 2002

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation - State of Delaware
- Other \_\_\_\_\_

Domestic representative is attached:  Yes  No  
Additional name(s) & address(es) attached?  Yes  No

4. (A.) Trademark Application No.(s)

4. (B.) Trademark Registration No.(s)

2031010

Additional numbers attached?  Yes  No

5. Correspondence should be mailed to:

**VICTOR M. TANNENBAUM  
ABELMAN, FRAYNE & SCHWAB**  
150 East 42nd Street  
New York, New York 10017

6. Total number of applications and registrations involved:.....

1

7. Total fee (37 CFT 3.41): ..... \$ 40.00

Enclosed

(The said Deposit Account should be charged for any official fee not fully covered by the enclosed check)

Authorized to be charged to deposit account  
Deposit account number: 01-0035

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

DO NOT USE THIS SPACE

8. 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.*

VICTOR M. TANNENBAUM  
Name of Person Signing

Signature

9/18/02

Date

Total number of pages comprising cover sheet, attachments and documents: 4

09/27/2002 AMWED1 00000122 2031010

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40.00 BP

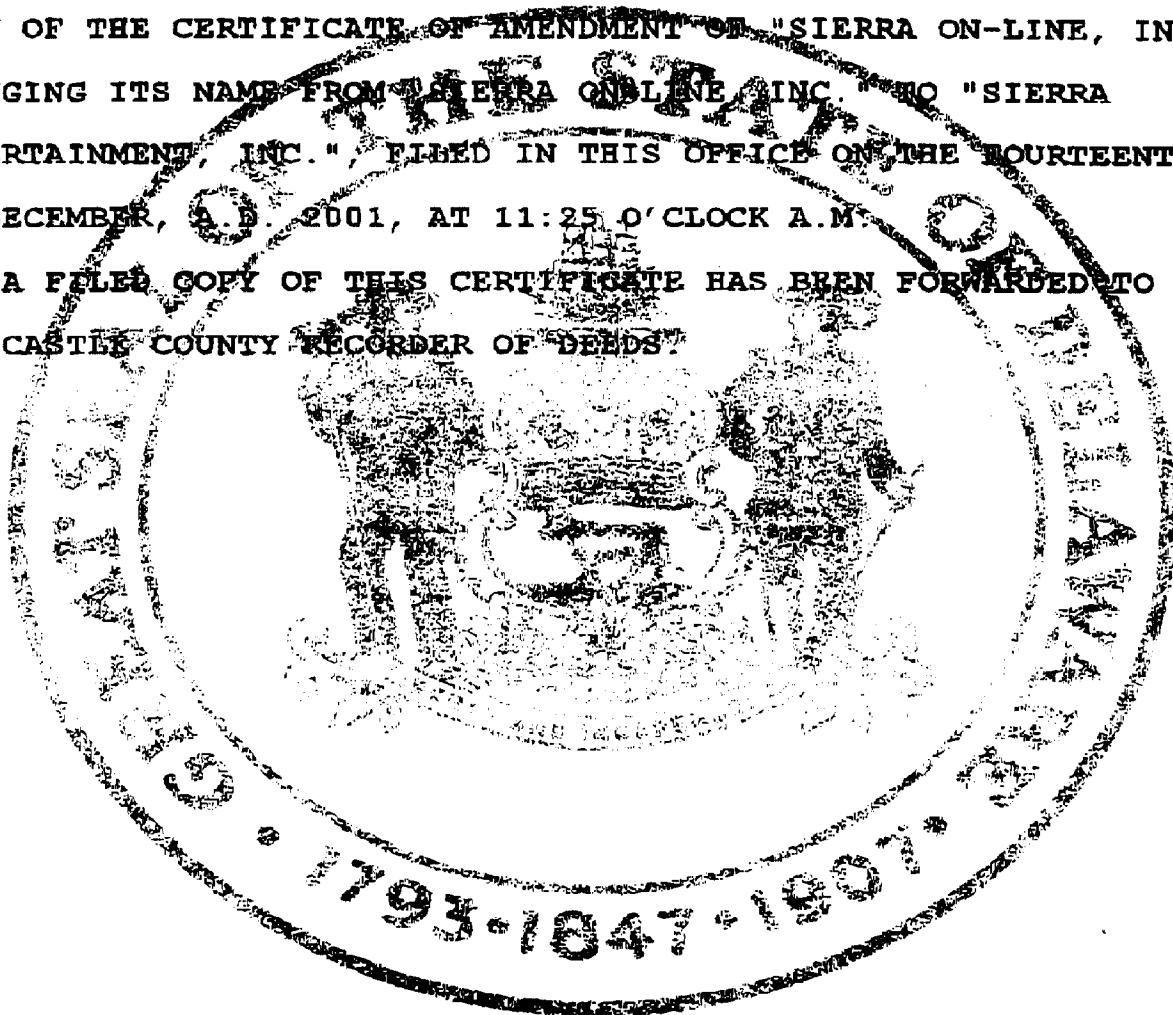
TRADEMARK  
REEL: 002589 FRAME: 0995

State of Delaware  
Office of the Secretary of State

PAGE 1

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 "SIERRA ON-LINE, INC.", CHANGING ITS NAME FROM "SIERRA ONLINE, INC." TO "SIERRA ENTERTAINMENT, INC.", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF DECEMBER, A.D. 2001, AT 11:25 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

2140576 8100

AUTHENTICATION: 1512604

010650833

DATE: 12-18-01

TRADEMARK  
REEL: 002589 FRAME: 0996

**CERTIFICATE OF AMENDMENT OF  
ARTICLES OF INCORPORATION OF  
SIERRA ON-LINE, INC.**

Sierra On-Line, 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 by unanimous written consent of the members of the board of directors of the Corporation, resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of the Corporation and declaring said amendment to be advisable. The resolution setting forth the proposed amendment is as follows:

**RESOLVED,** that the Corporation's Certificate of Incorporation be amended in accordance with Section 242 of the General Corporation Law of the State of Delaware to change the name of the Corporation to "Sierra Entertainment, Inc."

**SECOND:** That Article 1 of the Certificate of Incorporation is hereby amended to read in its entirety as follows:

"1. The name of the Corporation is Sierra Entertainment, Inc."

**THIRD:** That in lieu of a meeting and vote of stockholders, the sole stockholder of the Corporation has given its written consent to said amendments and said amendments was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

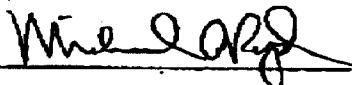
**[SIGNATURE PAGE FOLLOWS]**

*STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 11:25 AM 12/14/2001  
010650833 - 2140576*


**TRADEMARK  
REEL: 002589 FRAME: 0997**

[SIGNATURE PAGE TO  
CERTIFICATE OF AMENDMENT OF  
ARTICLES OF INCORPORATION OF  
SIERRA ON-LINE, INC.]

IN WITNESS WHEREOF, Sierra On-Line, Inc. has caused this certificate to be  
signed by its President, and attested by its Assistant Secretary, this 7<sup>th</sup> day of November  
2001.

By:   
Michael Ryder, President

ATTEST:

By:   
Eric Roeder, Assistant Secretary

**UNITED STATES**

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**REVOCATION**

**AND**

**NEW POWER OF ATTORNEY**

Mark: **GENERATION**

Registration: 2,031,010

Serial No.:

Class(es): 9

Owner: **Genealogy.com, LLC**

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**POWER OF ATTORNEY**

Applicant hereby revokes all previous Powers of Attorney and hereby appoints jointly and severally, with full power of substitution, the power of appointment of an associate attorney and the power of revocation

Lawrence E. Abelman  
 Jeffrey A. Schwab  
 Victor M. Tannenbaum  
 Peter J. Lynfield  
 Alan J. Hartnick  
 Caridad Piñeiro Scordato

Julianne Abelman  
 Jonathan W. Gumpert  
 Marsha G. Ajhar  
 Norman S. Beier  
 Thomas E. Spath  
 Julie B. Seyler  
 Marie-Anne Mastrovito

members of the Bar of the State of New York, whose address is

**ABELMAN, FRAYNE & SCHWAB**  
 150 East 42nd Street  
 New York, New York 10017 U.S.A.

to transact business in the Patent and Trademark Office in connection with our trademarks, applications therefor, and registrations which have or will issue thereon.

GENEALOGY.COM, LLC

By: A&E Television Networks, its sole manager

By: UM Rully, Esq.

Date: September 4, 2002