

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

RE

10-02-2002



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patent

102245637

original documents or copy thereof.

1. Name of conveying party(ies): Cimo, Inc. DBA Hotwire

10-2-02

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

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: 94105

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

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

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

A. Trademark Application No.(s) 76/235423, 76/235424, 76/151386, 76/151387, 76/151388

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:

5

7. Total fee (37 CFR 3.41) \$ 140

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

LAWRENCE B. FRIEDMAN

Lawrence B. Friedman

10-1-02

Name of Person Signing

Signature

Date

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

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

07-23-2002



102164643

Form PTO-1084
(Rev. 03/01)
OMB No. 0551-0087 (exp. 5/31/2002)
Tab settings: 20 20 20

U.S. 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.

<p>1. Name of conveying party(ies): <u>Cimo, Inc. DBA Hotwire</u> <i>7.11.02</i></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>		<p>2. Name and address of receiving party(ies)</p> <p>Name: <u>Hotwire, Inc.</u> Internal Address: _____ Address: _____ Street Address: <u>333 Market St., Suite 1110</u> City/State: <u>Marioneta, Alaska 99501</u></p> <p><input type="checkbox"/> Individual(s) ownership <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designation must be a complete document with assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>05/03/02</u></p>		<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No. (s) <u>76235623, 76235626, 76151386, 76151387, 76151388</u></p> <p>B. Trademark Registration No. (s) _____</p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Lawrence Friedman</u> Internal Address: _____ Street Address: <u>Clarys Gottlieb, Steag. & Baird Inc</u> <u>1 Liberty Plaza</u> City: <u>New York</u> State: <u>NY</u> Zip: <u>10006</u></p>		<p>6. Total number of applications and registrations involved: <u>5</u></p> <p>7. Total fee (37 CFR 3.41)..... <u>\$140</u></p> <p><input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: _____</p>	
DO NOT USE THIS SPACE			
<p>9. Signatures:</p> <p><u>Timothy Dinn</u> <u>[Signature]</u> <u>7/6/02</u> Name of Person Signing Signature Date</p> <p>Total number of pages including cover sheet, attachments, and documents: <input type="checkbox"/></p>			

This document is to be returned with required cover sheet information to:
Commissioner of Patent & Trademarks, Mail Assignments
Washington, D.C. 20231

07/22/2002 DBYRNE 00000149 76235623
01 FC:481 40.00 DP
02 FC:482 100.00 DP

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WASHINGTON

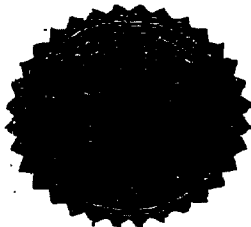
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TRADEMARK
REEL: 002592 FRAME: 0457

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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020281910

**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 Cimco, 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 1 shall be amended and restated to read in its entirety as follows:

1

NAME

The name of this corporation is Flowtine, 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 242 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, Cimco, 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-1238139-3

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