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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

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

Tab settings

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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):

Tabula Interactive, Inc.

10-31-02

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

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

3. Nature of conveyance:

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

Execution Date: 2/4/1997

2. Name and address of receiving party(ies)

Name: INVESTools, Inc.

Internal

Address:

Street Address: 3705 Haven Avenue

City: Menlo Park State: CA Zip: 94025

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State California, 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) None

B. Trademark Registration No.(s) 2,028,670 - INVESTOOLS (c36)

Additional number(s) attached Yes No

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

Name: Richard L. Hill

Internal Address: Suite 200

Street Address: 3319 North University Avenue

City: Provo State: UT Zip: 84604

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.

Richard L. Hill Name of Person Signing

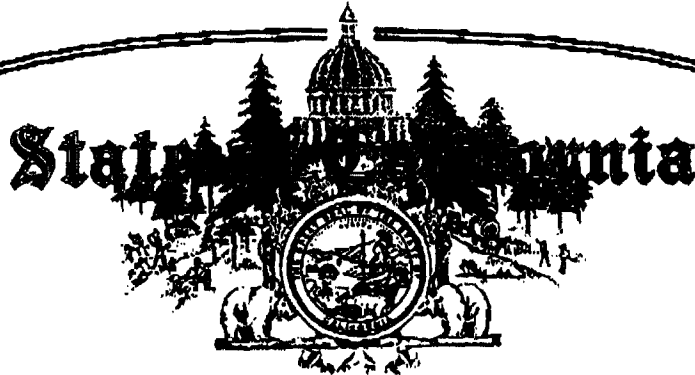
Richard L. Hill Signature

Oct 24, 2002 Date

Total number of pages including cover sheet, attachments, and document: 4

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

TRADEMARK REEL: 002609 FRAME: 0308



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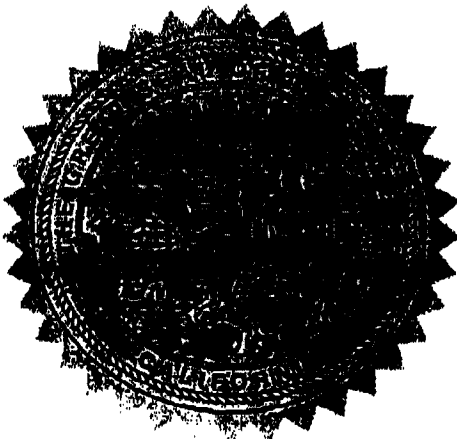
SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the corporate record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

*IN WITNESS WHEREOF*, I execute this certificate and affix the Great Seal of the State of California this

FEB 06 1997



*Bill Jones*

Secretary of State

CERTIFICATE OF AMENDMENT  
OF THE  
SECOND AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
TABULA INTERACTIVE, INC.

A487419

ENDORSED  
FILEDIn the office of the Secretary of State  
of the State of California

FEB 04 1997

  
BILL JONES, Secretary of State

Laird Foshay and Russell Berg certify that:

1. They are the duly elected and acting President and Secretary, respectively, of Tabula Interactive, Inc., a California corporation (the "Corporation").

2. Article I of the Corporation's Articles of Incorporation, which presently reads as follows:

"The name of this corporation is Tabula Interactive, Inc."

is amended to read as follows:

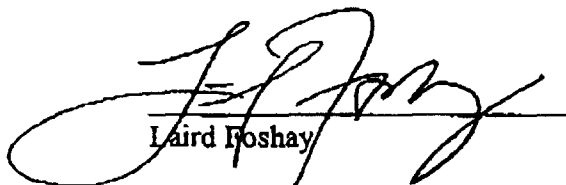
"The name of this corporation is INVESTools, Inc."

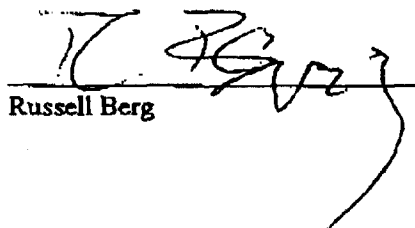
3. The foregoing amendment of the Second Amended and Restated Articles of Incorporation has been duly approved by the Board of Directors of the Corporation.

4. The foregoing amendment of the Second Amended and Restated Articles of Incorporation has been duly approved by the required vote of the shareholders of the Corporation in accordance with Sections 902 and 903 of the California Corporations Code. There are currently outstanding 1,410,000 shares of Common Stock, 200,000 shares of Series A Preferred Stock, 533,333 shares of Series B Preferred Stock and 1,086,495 shares of Series C Preferred Stock. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50% of the outstanding Common Stock and more than 50% of the outstanding Preferred Stock.

Each of the undersigned certifies under penalty of perjury that he has read the foregoing Certificate of Amendment of the Second Amended and Restated Articles of Incorporation and knows the contents thereof, and that the statements therein are true.

Executed at Menlo Park, California on January 31, 1997.

  
Laird Roshay

  
Russell Berg