

11-19-2002



Form PTO-1594 (Rev. 03/01) OFFICE OF P 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): FINANCE SECTION Loudeye Technologies, Inc. 11-11-02

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

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other

Execution Date: May 29, 2002

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 75874003 76371715 76371714 76125108

Additional number(s) attached Yes No

2. Name and address of receiving party(ies) Name: Loudeye Corp. Internal Address: Street Address: 1130 Rainier Avenue South City: Seattle State: WA Zip: 98144

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

B. Trademark Registration No.(s) 2586151 2639504 2528684

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

Name: Amy Span Wergeles Internal Address:

Street Address: Robinson & Cole LLP 280 Trumbull Street

City: Hartford State: CT Zip: 06103

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41) \$190.00

Enclosed Authorized to be charged to deposit account

8. Deposit account number: 18-1685

(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.

Amy Span Wergeles Name of Person Signing

Signature

November 11, 2002 Date

Total number of pages including cover sheet, attachments, and document: 2

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

11/18/2002 6TOM11 00000207 75874003

01 FC:8521 40.00 DP 02 FC:8522 150.00 DP

TRADEMARK REEL: 002619 FRAME: 0028

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION**

OF

LOUDEYE TECHNOLOGIES, INC.

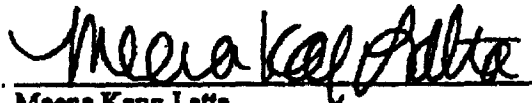
The undersigned, Meena Kang Latta, hereby certifies:

- 1. She is the duly elected and acting Vice President and Secretary of Loudeye Technologies, Inc., a Delaware corporation.
- 2. The Certificate of Incorporation of this corporation was originally filed with the Secretary of State of Delaware on March 26, 1998.
- 3. Pursuant to Section 242 of the General Corporation Law of the State of Delaware, this Certificate of Amendment of Certificate of Incorporation amends Article I of this corporations Certificate of Incorporation to read in its entirety as follows:

"The name of the corporation is Loudeye Corp."

- 4. The foregoing Certificate of Amendment has been duly adopted by this corporation's Board of Directors and stockholders in accordance with the applicable provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

Executed at Seattle, WA, on May 29, 2002



Meena Kang Latta
Vice President, and Secretary

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:30 PM 05/29/2002
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