

03-10-2003



Form PTO-1594 (Rev. 10/02) **3-4-03**
OMB No. 0651-0027 (exp. 6/30/2005)
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102385546
TRADEMARKS ONE.

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.

1. Name of conveying party(ies):
Bill Gross' Idealab!

- Individual(s)
- General Partnership
- Corporation-State (CA)
- 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: 12.4.2001

2. Name and address of receiving party(ies)

Name: Idealab
Internal Address: _____

Street Address: 130 W. Union Street
City: Pasadena State: CA Zip: 91103

- 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) _____

B. Trademark Registration No.(s) 2224552

Additional number(s) attached Yes No

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

Name: Stacie Simons

Internal Address: Idealab

Street Address: 130 W. Union Street

City: Pasadena State: CA Zip: 91103

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:

501154

DO NOT USE THIS SPACE

9. Signature.

Stacie Simons
Name of Person Signing

[Signature]
Signature

Feb. 25, 2003
Date

03/07/2003 LUPELLER 00000229 501154 2224552 total number of pages including cover sheet, attachments, and document: 3

01 FC:8521 40.00 CH

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

TRADEMARK
REEL: 002686 FRAME: 0531

A0573660

FILED *Dr*
in the Office of the Secretary of State
of the State of California

1963701

**CERTIFICATE OF AMENDMENT
OF
SECOND AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
BILL GROSS' IDEALAB!**

DEC - 5 2001

Bill Jones
BILL JONES, Secretary of State

Marcia Goodstein and Douglas McPherson certify that:

1. They are the President and Secretary, respectively, of Bill Gross' idealab!, a California corporation.

2. Article I of the Second Amended and Restated Articles of Incorporation of this corporation is amended to read as follows:

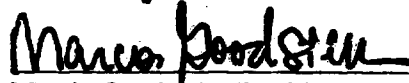
"The name of this corporation is Idealab."

3. The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Directors of the corporation.

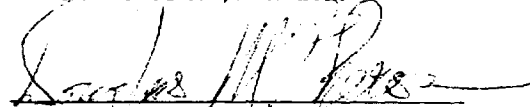
4. The foregoing amendment of Second Amended and Restated Articles of Incorporation has been duly approved by the required vote of the shareholders in accordance with Section 902 of the California Corporations Code. The total number of outstanding shares of the corporation is 532,399,839 shares of Common Stock, 3,450,000 shares of Series A Preferred Stock, 5,717,135 shares of Series B Preferred Stock, 5,833,333 shares of Series C Preferred Stock, and 10,018,406 shares of Series D 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 shares of Common Stock, Series A Preferred Stock, Series B Preferred Stock, Series C Preferred Stock and Series D Preferred Stock, voting together as a single class.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: December 4, 2001



Marcia Goodstein, President



Douglas McPherson, Secretary

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