

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Open Copyright Database, Inc.		07/15/2003	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Snocap, Inc.
Street Address:	340 Brannan Street #400
City:	san francisco
State/Country:	CALIFORNIA
Postal Code:	94107
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	78226031	SNOCAP

CORRESPONDENCE DATA

Fax Number: (650)838-4350
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: bcoleman@perkinscoie.com
 Correspondent Name: Snocap, Inc.
 Address Line 1: 340 Brannan Street #400
 Address Line 4: san francisco, CALIFORNIA 94107

ATTORNEY DOCKET NUMBER:	SNOCAP-4001
NAME OF SUBMITTER:	Brian R. Coleman

Total Attachments: 3
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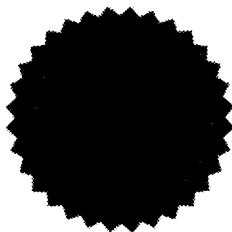
Delaware

PAGE 1

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 "SNOCAP, INC.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF JULY, A.D. 2003, AT 6:43 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3571055 8100

030464442

AUTHENTICATION: 2529701

DATE: 07-16-03

TRADEMARK

REEL: 002741 FRAME: 0166

**CERTIFICATE OF AMENDMENT
TO THE
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
SNOCAP, INC.
a Delaware corporation**

The undersigned, Shawn Fanning, hereby certifies that:

ONE: He is the duly authorized and acting Chairman of said corporation.

TWO: The Certificate of Incorporation of this corporation was originally filed with the Secretary of State of Delaware on September 20, 2002, under the name Open Copyright Database, Inc., which was changed to Snocap, Inc. on June 23, 2003.

THREE: Pursuant to Section 242 of the General Corporation Law of the State of Delaware, this Certificate of Amendment amends Article IV, Section (A) of this corporation's Amended and Restated Certificate of Incorporation (as amended through the date hereof), to read in their entirety as follows:

"The Corporation is authorized to issue 11,442,000 shares of capital stock in the aggregate. The capital stock of the Corporation shall be divided into two classes, designated "*Common Stock*" and "*Preferred Stock*." The number of shares of Common Stock that the Corporation is authorized to issue is 10,000,000. The number of shares of Preferred Stock that the Corporation is authorized to issue is 1,442,000, all of which shall be designated Series A Preferred Stock ("*Series A Preferred*"). The Common Stock and Preferred Stock shall each have a par value of \$0.0001 per share. Subject to Section 6 of Division (B) below, the number of authorized shares of Common Stock may be increased or decreased (but not below the number of shares of Common Stock then outstanding or reserved for the exercise of options or warrants or conversion of the Series A Preferred) by the affirmative vote of the holders of a majority of the Common Stock and Preferred Stock, voting as a single class, as provided by Section 242(b)(2) of the General Corporation Law of Delaware."

FOUR: 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.

I further declare under penalty of perjury that the matters set forth in this Certificate are true and correct of my own knowledge.

Executed in Menlo Park, California on July 15, 2003.

/s/ Shawn Fanning
Shawn Fanning,
Chairman

BY931810131