

Docket No: 14226-067001

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

Commissioner for Trademarks: Please record the attached copies of an original document.

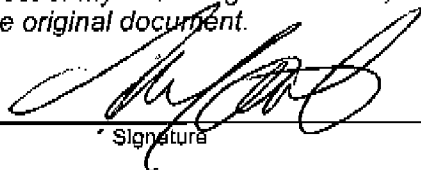
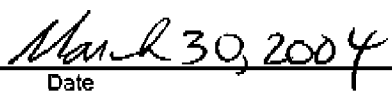
<p>1. Name of conveying party: Gamesville.com, Inc.</p> <p><input type="checkbox"/> Individual(s)  <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership  <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation—State <u>Delaware</u>  <input type="checkbox"/> Other _____</p> <p>Additional name(s) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party: Lycos, Inc. 100 Fifth Avenue Waltham, MA 02453</p> <p><input type="checkbox"/> Individual(s) Citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____  <input checked="" type="checkbox"/> Corporation—State <u>Virginia</u>  <input type="checkbox"/> Other _____</p> <p>If the assignee is not domiciled in the United States, a domestic representative designation is attached. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Additional names/addresses attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment  <input checked="" type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement  <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other:</p> <p>Execution Date: <u>as of January 17, 2002</u></p>	

<p>4. Application number(s) or trademark number(s):</p> <p>A. Trademark Application No(s):</p>	<p>B: Trademark No(s): 2060977 and 8 others</p> <p>Additional numbers attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
--	---

<p>5. Name/address of party to whom correspondence concerning document should be mailed:</p> <p>TIMOTHY A. FRENCH Fish &amp; Richardson P.C. 225 Franklin Street Boston, MA 02110-2804</p>	<p>6. Total number of applications and registrations involved: 9</p> <p>7. Total fee (37 CFR §3.41): \$240.00</p> <p><input type="checkbox"/> Enclosed  <input checked="" type="checkbox"/> Authorized to charge Deposit Account.</p> <p>8. Deposit Account No.: 06-1050 Please apply any additionally charges, or any credits, to our Deposit Account No. 06-1050.</p>
--	---

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 the attached is a true copy of the original document.*

Timothy A. French  
 Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and document: 6

20831846.doc

CIH \$240.00 061050 2060977

CERTIFICATE OF MAILING BY FAX

Date of Deposit: April 1, 2004

700075645

TRADEMARK  
REEL: 002824 FRAME: 0820

Schedule A

<u>Trademark</u>	<u>Reg. No.</u>	<u>Registration Date</u>
BINGO ZONE	2,060,977	May 13, 1997
E-MERCIAL	2,650,949	November 19, 2002
FRANTIC FISH	2,606,825	August 13, 2002
GAMESVILLE	2,168,517	June 23, 1998
GAMESVILLE.COM	2,366,112	July 11, 2000
MAGIC PYRAMID	2,573,660	May 28, 2002
MIAMI DICE	2,560,208	April 9, 2002
PIT STOP	2,551,166	March 19, 2002
POKER INFERNO	2,512,205	November 27, 2001

**ARTICLES OF MERGER**

**MERGING**

**GAMESVILLE.COM, INC.,**  
a Delaware corporation

*NFR  
dom*

**WITH AND INTO**

**LYCOS, INC.,**  
a Virginia corporation

*dom*

Pursuant to Sections 13.1-719, 13.1-720 and 13.1-722 of the Virginia Stock Corporation Act (the "VSCA"), the undersigned hereby execute the following articles of merger and set forth:

**I.**

The Plan of Merger (the "Plan"), attached hereto as Exhibit A and made a part hereof, provides for the merger (the "Merger") of Gamesville.com, Inc., a Delaware corporation (the "Merged Corporation"), with and into Lycos, Inc., a Virginia corporation (the "Surviving Corporation"). The Plan constitutes the "plan of merger" for purposes of Article 12 of the VSCA.

**II.**

The sole director of the Surviving Corporation approved and adopted the Plan by written consent, effective as of January 13, 2002. The Surviving Corporation owns all of the issued and outstanding shares of capital stock of the Merged Corporation. Pursuant to Section 13.1-719 of the VSCA and Section 253 of the Delaware General Corporation Law (the "DGCL"), no approval of the Merger by the shareholders of the either the Surviving Corporation or the Merged Corporation was required.

**III.**

The Merger is permitted by the DGCL, under whose laws the Merged Corporation is incorporated. The Merged Corporation has complied with the DGCL in effecting the Merger.

**IV.**

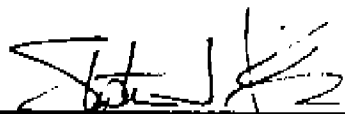
Pursuant to Section 13.1-606 of the VSCA, the effective time and date of the Merger shall be 5:00 p.m., on January 31, 2002.

[Signature page follows.]

IN WITNESS WHEREOF, the undersigned have caused these Articles of Merger to be signed in their respective corporate names by an officer thereunto duly authorized as of the date written below.

Dated: January 17, 2002

LYCOS, INC.

By:   
Name: STEPHEN GILMAN  
Its: PRESIDENT

GAMESVILLE.COM, INC.

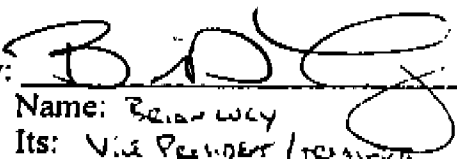
By:   
Name: BRIAN WEY  
Its: VICE PRESIDENT / TREASURER

EXHIBIT A

PLAN OF MERGER  
BETWEEN  
GAMESVILLE.COM, INC.  
AND  
LYCOS, INC.

1. Merger. Subject to the terms and conditions of the Agreement and Plan of Merger (the "Agreement"), dated as of January 17, 2002, between Gamesville.com, Inc., a Delaware corporation (the "Company"), and Lycos, Inc., a Virginia corporation ("Lycos"), the Company shall, upon the effective time and date set forth in the Articles of Merger to be filed with the State Corporation Commission of the Commonwealth of Virginia and the Certificate of Merger to be filed with the Secretary of the State of Delaware (such time being referred to herein as the "Effective Time"), be merged (the "Merger") with and into Lycos. Lycos shall be the Surviving Corporation (the "Surviving Corporation") in the Merger and shall continue its corporate existence under the laws of the Commonwealth of Virginia. Upon consummation of the Merger, the separate corporate existence of the Company shall cease.

2. Effects of the Merger. The Merger shall have the effects set forth in Section 13.1-721 of the Virginia Stock Corporation Act (the "VSCA") and Section 259 of the Delaware General Corporation Law.

3. Manner and Basis of Converting Interests. At the Effective Time, each share of common stock of the Merged Company issued and outstanding immediately prior to the Effective Time, by virtue of the Merger and without any action on the part of the holder thereof, shall cease to be outstanding, shall be canceled and retired without payment of any consideration therefor and shall cease to exist.

4. Modifications and Termination. Subject to the limitations of Section 13.1-718 of the VSCA, this Plan of Merger may be amended, modified or abandoned at any time prior to the Effective Time by action of the Board of Directors each of the parties hereto.

0540257 - 3

**COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION**

January 31, 2002

The State Corporation Commission finds the accompanying articles submitted on behalf of  
**Lycos, Inc.**

to comply with the requirements of law. Therefore, it is ORDERED that this

**CERTIFICATE OF MERGER**

be issued and admitted to record with the articles in the office of the Clerk of the Commission.  
Each of the following:

**GAMESVILLE.COM, INC. (A DE CORPORATION NOT  
QUALIFIED IN VA)**

is merged into Lycos, Inc., which continues to exist under the laws of VIRGINIA with the name  
Lycos, Inc.. The existence of each non-surviving entity ceases, according to the plan of merger.

The certificate is effective on January 31, 2002.

STATE CORPORATION COMMISSION

By



Commissioner

MERGACPT

CIS0436

02-01-28-0189

RECORDED: 04/01/2004

TRADEMARK

REEL: 002824 FRAME: 0825