

12/24/03

12-31-2003

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

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J.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):

Instinet Corporation 3 Times Square New York, New York 10036

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 12/1/2003

2. Name and address of receiving party(ies)

Name: Instinet, LLC

Internal Address:

Street Address: 3 Times Square

City: New York State: NY Zip: 10036

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other DE Limited Liability Corporation

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) See Attached List

B. Trademark Registration No.(s) See Attached List

Additional number(s) attached Yes No

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

Name: Cathy L Lueders

Internal Address: Instinet Corporation

10th Fl. - Legal Dept.

Street Address: 3 Times Square

City: New York State: NY Zip: 10036

6. Total number of applications and registrations involved:

64

7. Total fee (37 CFR 3.41): \$ 1,615.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DEC 24 AM 7:21 PR/FINANCE

DO NOT USE THIS SPACE

9. Signature

Cathy L Lueders

Name of Person Signing

Cathy L Lueders

Signature

12/19/03

Date

Total number of pages including cover sheet, attachments, and document: 12

12/30/2003 LUPELLER 00000184 2355265

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

01 FC:8521 02 FC:8522

40.00 OP 1575.00 OP

## SCHEDULE A

<u>Trademark</u>	<u>Application/Registration Number</u>
BEST KEY DISCRETIONARY PRICING	2,355,285
BEST ON THE BLOCK	2,350,289
BIG ARENA	2,625,729
BROKERSHARE	78/232,320
CHANGING THE RULES OF ENGAGEMENT	2,579,607
THE DESTINATION FOR MONEY MANAGERS	76/229,419
EXECUTION QUALITY TRACKER	76/334,255
FLOATING WINPEG	76/446,550
IMPLEMETRIX	2,700,853
INSTINET (stylized)	78/235,536
INSTINET. THE INSTITUTIONAL BROKER.	78/289,048
INSTINET A.M. & DESIGN	2,742,625
INSTINET P.M. & DESIGN	2,742,624
INSTINET EXPRESS TRADE	76/158,910
INSTINET EXPRESS TRADER GROUP	76/159,234
IN PURSUIT OF BEST EXECUTION	76/037,876
INSTINET (word)	2,542,115
INSTINET (word)	2,448,706

**SCHEDULE A  
(Continued)**

<b><u>Trademark</u></b>	<b><u>Application/Registration Number</u></b>
INSTINET (word)	2,537,585
INSTINET (word)	1,299,977
INSTINET (word)	2,491,794
INSTINET (word)	2,616,196
INSTINET (word)	2,338,502
INSTINET (stylized)	1,716,762
INSTINET (stylized)	915,261
INSTINET (stylized)	78/235,536
INSTINET ADVANCE	78/262,124
INSTINET A.M.	75/778,335
INSTINET AFTER HOURS	75/778,333
INSTINET CLASSIC	76/051,173
INSTINET CLASSIC GLOBAL PLAYERS. WORLD-CLASS PERFORMANCE and DESIGN	2,713,995
INSTINET CROSSING	2,346,868
INSTINET CROSSING	2,357,084
INSTINET FX CROSS	76/391,271
INSTINET GLOBAL CROSSING	76/391,681
INSTINET IDX	78/316,941
INSTINET P.M.	2,742,443
INSTINET PRE-MARKET	75/778,338

**SCHEDULE A  
(Continued)**

<b><u>Trademark</u></b>	<b><u>Application/Registration Number</u></b>
INSTINET TRADING PORTAL	76/391,263
NEWPORT	76/376,115
NOTHING COMES BETWEEN YOU AND THE BEST PRICE	2,464,388
INSTINET BOOKMARK	76/072,768
OPEN INSTINET BOOKMARK	76/073,065
PERFORMANCE IN THE FINANCIAL ARENA	2,690,506
RESEARCHWORKS	76/202,336
RESEARCHWORKS	76/229,418
THE CROSSING NETWORK	1,749,129
SELECT INDUSTRY RESEARCH	76/229,414
TRADER XQ	76/433,211
TREND FILTER	76/229,294
WELCOME TO THE BIG ARENA	2,625,722
WINPEG	76/339,944
XQ INSTINET	76/436,005
XQ SURVEY	76/435,316
XQ TRACKER	76/334,787
DESIGN	2,427,529

**SCHEDULE A**  
**(Continued)**

<b><u>Trademark</u></b>	<b><u>Application/Registration Number</u></b>
DESIGN	2,389,545
DESIGN	2,435,849
DESIGN	2,393,118
DESIGN	2,448,304
DESIGN	2,449,911
DESIGN	2,439,365
DESIGN	2,441,539
DESIGN	2,440,042

State of Delaware  
 Secretary of State  
 Division of Corporations  
 Delivered 04:15 PM 11/25/2003  
 FILED 04:17 PM 11/25/2003  
 SRV 030760222 - 3714963 FILE

**CERTIFICATE OF MERGER**

of

**INSTINET CORPORATION**  
 (a Delaware corporation)

with and into

**INSTINET, LLC**  
 (a Delaware limited liability company)

Pursuant to the provisions of Section 251(c) and 264 of the Delaware General Corporation Law (the "DGCL"), and Section 18-209 of the Delaware Limited Liability Company Act, Instinet Corporation, a Delaware corporation ("ICorp"), hereby certifies the following information relating to the merger (the "Merger") of ICorp with and into Instinet, LLC ("LLC"), a Delaware limited liability company. This merger is hereby certified by the surviving entity, LLC.

FIRST: The names and states of incorporation or formation of the constituent entities (the "Constituent Entities") in the Merger are:

<u>Name</u>	<u>State of Incorporation/Formation</u>
Instinet Corporation	Delaware
Instinet, LLC	Delaware

SECOND: The Agreement and Plan of Merger, by and between ICorp and LLC, dated as of November 24, 2003 (the "Merger Agreement"), setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Entities in accordance with Section 251 and 264 of the DGCL.

THIRD: The name of the company surviving the Merger (the "Surviving Company") shall remain "Instinet, LLC".

FOURTH: The certificate of formation of LLC, as in effect immediately prior to the effective time of the Merger, shall be the certificate of formation of the Surviving Company.

FIFTH: The executed Merger Agreement is on file at the principal place of business of the Surviving Company, whose address is 3 Times Square, New York, NY 10036.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Company, on request and without cost, to any stockholder of ICorp or any member of LLC.

SEVENTH: That this Certificate of Ownership and Merger shall become effective at 12:50 A.M. EST on December 1, 2003.

w/760391vfr

IN WITNESS WHEREOF, Instinet, LLC has caused this Certificate of Merger to be executed by its duly authorized officer on November 24, 2003.

INSTINET, LLC

By: 

Name: John Hy  
Title: Chief Financial Officer

**CERTIFICATE OF MERGER**

of

**INSTINET CORPORATION  
(a Delaware corporation)**

with and into

**INSTINET, LLC  
(a Delaware limited liability company)**

Pursuant to the provisions of Section 251(c) and 264 of the Delaware General Corporation Law (the "DGCL"), and Section 18-209 of the Delaware Limited Liability Company Act, Instinet Corporation, a Delaware corporation ("ICorp"), hereby certifies the following information relating to the merger (the "Merger") of ICorp with and into Instinet, LLC ("ILLC"), a Delaware limited liability company. This merger is hereby certified by the surviving entity, ILLC.

FIRST: The names and states of incorporation or formation of the constituent entities (the "Constituent Entities") in the Merger are:

<u>Name</u>	<u>State of Incorporation/Formation</u>
Instinet Corporation	Delaware
Instinet, LLC	Delaware

SECOND: The Agreement and Plan of Merger, by and between ICorp and ILLC, dated as of November 24, 2003 (the "Merger Agreement"), setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Entities in accordance with Section 251 and 264 of the DGCL.

THIRD: The name of the company surviving the Merger (the "Surviving Company") shall remain "Instinet, LLC".

FOURTH: The certificate of formation of ILLC, as in effect immediately prior to the effective time of the Merger, shall be the certificate of formation of the Surviving Company.

FIFTH: The executed Merger Agreement is on file at the principal place of business of the Surviving Company, whose address is 3 Times Square, New York, NY 10036.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Company, on request and without cost, to any stockholder of ICorp or any member of ILLC.

SEVENTH: That this Certificate of Ownership and Merger shall become effective at 12:50 A.M. EST on December 1, 2003.

W/780391v6

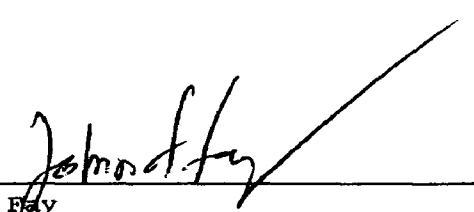
**TRADEMARK  
REEL: 002891 FRAME: 0452**



IN WITNESS WHEREOF, Instinet, LLC has caused this Certificate of Merger to be executed by its duly authorized officer on November 24, 2003.

INSTINET, LLC

By: \_\_\_\_\_

  
Name: John Fly

Title: Chief Financial Officer

# Delaware

PAGE 1

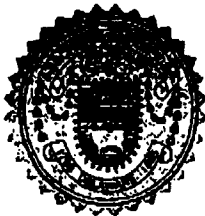
*The First State*

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 MERGER, WHICH MERGES:

"INSTINET CORPORATION", A DELAWARE CORPORATION,  
WITH AND INTO "INSTINET, LLC" UNDER THE NAME OF "INSTINET, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIFTH DAY OF NOVEMBER, A.D. 2003, AT 4:17 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF DECEMBER, A.D. 2003, AT 12:50 O'CLOCK A.M.

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



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2772946

DATE: 11-25-03