

Form PTO-1594 (Rev. 06/04)
OMB Collection 0651-0027 (exp. 6/30/2005)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):
SPACE HOLDING CORP.

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

Citizenship (see guidelines) _____

Execution Date(s) MAY 14, 2004

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

2. Name and address of receiving party(ies) Yes No
Additional names, addresses, or citizenship attached?

Name: IMAGINOVA CORP.

Internal Address: _____

Address: _____

Street Address: 470 PARK AVE. SOUTH

City: NEW YORK

State: NY

Country: U.S.A. Zip: 10016

Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship DELAWARE
 Other _____ Citizenship _____

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) 78/306,113
78/261,722; 78/261,733; 78/261,743;
78/261,783; 78/261,758

B. Trademark Registration No.(s) _____

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: ANNA JAKOBSSON

Internal Address: DONOVAN & YEE LLP

Street Address: 110 GREENE STREET,
SUITE 700

City: NEW YORK

State: NY Zip: 10012

Phone Number: 212-226-7700

Fax Number: _____

Email Address: _____

6. Total number of applications and registrations involved: 6


7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 165.00

Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 500357
Authorized User Name _____

9. Signature:  7/15/04 Date

Signature _____ Date _____

ANNA JAKOBSSON Name of Person Signing

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

Documents to be recorded (including cover sheet) should be faxed to (703) 308-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$165.00 500357 78306113

Jun-28-2004 11:11am From-CORP FAX MACHINE

2127035887

T-521 P.002/006 F-190

IMAGINOVA™

May 18, 2004

Internal Revenue Service Center
NY 00501-0030

Re: Federal Identification-EIN Name change Notice
EIN # 13-4164057 & EIN# 13-4063376

To Whom It May Concern:

Please be informed that as of May 14th, 2004 "Space.com, Inc." EIN# (13-4063376) has merged with "Space Holding Corp." EIN# (13-4164057).

The current address is
470 Park Avenue South, 9th Floor
New York, NY 10016

Officers and Board of Directors remain the same.

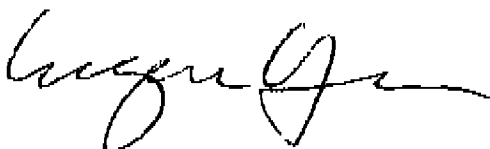
Upon the merger we are changing the existing business name, which now appears as "Space Holding Corp." EIN # (13-4164057) to "Imaginova Corp."

I have attached the Delaware Certificate of Ownership and Merger dated May 14th, 2004

Please contact me if you have need any further information at 212-703-5817

Thank you, for prompt attention on this matter.

Sincerely,



Eugene C. Hynes
Authorized Signatory
VP, Finance

Jun-28-2004 11:11am From-CORP FAX MACHINE

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Delaware

PAGE 1

The First State

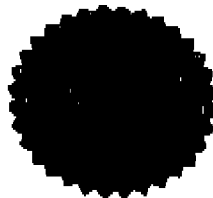
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"SPACE.COM, INC.", A DELAWARE CORPORATION,

WITH AND INTO "SPACE HOLDING CORP." UNDER THE NAME OF "IMAGINOVA CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTEENTH DAY OF MAY, A.D. 2004, AT 12 O'CLOCK P.M.

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

3302979 R100M
040354705



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3112406

DATE: 05-14-04

TRADEMARK

06/28/2004 MON 10:13 TX/RX NO 76361

REEL: 002894 FRAME: 0277

Jun-28-2004 11:12am From-CORP FAX MACHINE

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T-521 P.004/006 F-190

State of Delaware
 Secretary of State
 Division of Corporations
 Delivered 01:48 PM 06/14/2004
 FILED 12:00 PM 06/14/2004
 BRW 040350705 - 3308879 FILE

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

SPACE.COM, INC.

WITH AND INTO

SPACE HOLDING CORP.

(Under Section 253 of the General Corporation Law of the State of Delaware)

SPACE HOLDING CORP., a corporation organized and existing under the laws of the State of Delaware (the "**Corporation**"), **DOES HEREBY CERTIFY:**

FIRST: That this Corporation was incorporated on October 19, 2000, pursuant to the Delaware General Corporation Law (the "**DGCL**"), the provisions of which permit the merger of a subsidiary corporation organized and existing under the laws of such State with and into a parent corporation organized and existing under the laws of such State. This Corporation filed an Amended and Restated Certificate of Incorporation on November 30, 2000, and a Second Amended and Restated Certificate of Incorporation on April 24, 2003.

SECOND: That this Corporation owns all of the outstanding shares of the common stock, \$0.0001 per value per share, of space.com, Inc., a corporation incorporated on November 25, 1998 ("**space.com**"), pursuant to the DGCL, and having no class of stock outstanding other than such common stock.

THIRD: That this Corporation, by the following resolutions of its Board of Directors, duly adopted at a telephonic meeting held on March 31, 2004, filed with the minutes of its Board of Directors, pursuant to Section 141 of the DGCL, determined to merge space.com with and into itself (the "**Merger**"):

"NOW, THEREFORE, BE IT RESOLVED, that space.com, Inc., be merged with and into the Corporation (the "**Merger**"), and that the Corporation be the surviving corporation of the Merger;

RESOLVED FURTHER, that the Merger shall become effective upon the filing, pursuant to Section 253 of the General Corporation Law of the State of Delaware, of a Certificate of Ownership and Merger (the "**Certificate of Merger**") with the Secretary of State of the State of Delaware;

RESOLVED FURTHER, that upon the effectiveness of the Merger, the name of the Corporation shall be changed from "Space Holding Corp." to "Imaginova Corp.", and (ii) Article FIRST of the certificate of incorporation of the Corporation, as amended and restated to date, shall be amended and restated to read as follows:

ny-518848
 ny-557017

TRADEMARK

06/28/2004 MON 10:13 IPX/EX NO 76361

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Jun-28-2004 11:13am From-CORP FAX MACHINE

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FIRST: The name of the Corporation is *Imaginova Corp.*

RESOLVED FURTHER, that the officers of the Corporation are authorized and directed to file with the Secretary of State of the State of Delaware a Certificate of Merger of the Corporation to effect the purposes of the foregoing resolutions; and be it

RESOLVED FURTHER, that each of the officers of the Corporation is authorized, empowered and directed to take all such further actions and to execute and deliver, in the name and on behalf of the Corporation and under its corporate seal or otherwise, any and all such further documents and instruments, and to pay all such expenses, as any such officer may deem necessary or advisable to carry out the purposes of each of the foregoing resolutions and the transactions contemplated thereby; and that the taking of such such action, the execution and delivery of each such document or instrument, and the payment of each of such expenses shall be conclusive evidence of its necessity or advisability; and be it

RESOLVED FURTHER, that to the extent that any of the actions authorized by the foregoing resolutions have heretofore been commenced or completed, the same are in all respects hereby approved, ratified and confirmed."

FOURTH: That the surviving corporation (the "*Surviving Corporation*") shall be *Space Holding Corp.*

FIFTH: That from and after the effective time of the Merger, the certificate of incorporation, as amended and restated to date, of *Space Holding Corp.* shall be the certificate of incorporation of the *Surviving Corporation*, and Article I of said certificate of incorporation shall be amended and restated to read as follows:

FIRST: The name of this corporation is *Imaginova Corp.*"

SIXTH: That the Merger shall become effective upon the filing, pursuant to Section 253 of the General Corporation Law of the State of Delaware, of this Certificate of Ownership and Merger with the Secretary of State of the State of Delaware.

ny-318848
ny-557917

Jun-28-2004 11:16am From-CORP FAX MACHINE

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IN WITNESS WHEREOF, Space Holding Corp. has caused this Certificate of Ownership and Merger to be signed by its Chief Executive Officer this 14th day of May, 2004.

SPACE HOLDING CORP.

By: 
Name: **Sam Hild**
Title: **Chief Executive Officer**

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no-557917