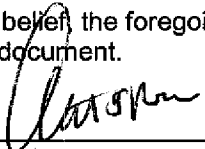


Client Code: LEEHANK.UCC3

**RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY**

To the Director, U.S. Patent and Trademark Office: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): (List using letters or numbers for multiple parties)</p> <p><b>KNOBBE, MARTENS, OLSON &amp; BEAR, LLP</b></p> <p><input type="checkbox"/> Individual                      <input type="checkbox"/> General Partnership  <input type="checkbox"/> Association                      <input checked="" type="checkbox"/> Limited Partnership  <input type="checkbox"/> Other:                              <input type="checkbox"/> Corporation of:</p> <p>Additional name(s) of conveying party(ies) attached?  <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p><b>Name: GO2SYSTEMS, INC.</b>  <b>Internal Address: Ninth Floor</b>  <b>Street Address: 18400 Von Karman Avenue</b>  <b>City: Irvine State: CA</b>  <b>ZIP: 92612</b></p> <p><input type="checkbox"/> Individual                      <input type="checkbox"/> General Partnership  <input type="checkbox"/> Association                      <input type="checkbox"/> Limited Partnership  <input type="checkbox"/> Other:                              <input checked="" type="checkbox"/> Corporation of: Delaware</p> <p>If 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 name(s) and address(es) attached?  <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment                      <input type="checkbox"/> Security Agreement  <input type="checkbox"/> Merger                              <input type="checkbox"/> Change of Name  <input checked="" type="checkbox"/> Other:  <b>Termination of Security Interest</b></p> <p>Execution Date: (List as in section 1 if multiple signatures) <b>December 20, 2004</b></p>	<p>4. Application number(s) or registration number(s):</p> <p>a. Trademark Application No(s):</p> <p>b. Trademark Registration No(s):                  2,364,791</p> <p>Additional numbers attached?  <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>5. Party to whom correspondence concerning document should be mailed:</p> <p><b>Customer No. 20,995</b>  <b>Address: Knobbe, Martens, Olson &amp; Bear, LLP</b>                  2040 Main Street, 14<sup>th</sup> Floor                  Irvine, CA 92614  <b>Return Fax: (949) 760-9502</b>  <b>Attorney's Docket No.: LEEHANK.UCC3</b></p>	<p>6. Total number of applications and registrations involved:                  64</p> <p>7. Total fee (37 CFR 1.21(h)): \$1,615.00  <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p>
<p>8. Deposit account number: 11-1410</p> <p>Please charge this account for any additional fees which may be required, or credit any overpayment to this account.</p>	
<p>9. Statement and signature.</p> <p>To the best of my knowledge and belief, the foregoing information is true and correct, and any attached copy is a true copy of the original document.</p> <p><u>Arthur S. Rose</u>                                            <u>4/15/05</u>                  Name of Person Signing                      Signature                      Date</p> <p>Total number of pages including cover sheet, attachments and document: 17</p>	

CH \$1615.00 111410 75600074

Documents transmitted via Facsimile to be recorded with required cover sheet information to:

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 Alexandria, VA 22313-1450  
**Facsimile Number: (703) 306-5995**

Exhibit "A"

Trademark Status Report

Case Number	Trademark Name	Class	Country	Status	Application Number	Filing Date	Reg Number	Reg Date	Renewal Date
LEE HANK.001T	GO2	9, 42	US	Registered	74/724352	9/1/95	2364791	7/4/00	7/4/10
LEE HANK.001WCA	GO2	9, 16, 42	CA	PENDING	1056655	4/2/00			
LEE HANK.001WEU	GO2	9, 16, 42	EU	Registered	400352	5/4/00	1540795	6/20/01	5/1/10
LEE HANK.010T	GO2 AND DESIGN	9, 16, 42	US	PENDING	75/600074	12/4/98			
LEE HANK.011T	KNOW WHERE YOU ARE. KNOW WHERE YOU ARE GOING	9, 16, 42	US	Allowed	75/600015	12/4/98			
LEE HANK.012T	SHOWING YOU THE WAY	42	US	Allowed	75/599702	12/4/98			
LEE HANK.012TS	GO2 AND DESIGN	9, 16, 42	US	Opposition	75/105635	4/11/00			

Case Number	Trademark Name	Class	Country	Status	Application Number	Filing Date	Reg Number	Reg Date	Renewal Date
LEE HANK.019T	PAY2	9,16,36,4	US	Allowed	75/641672	2/16/99			
LEE HANK.020T	GO THRU GO2	42	US	PENDING	75/641673	2/16/99			
LEE HANK.021T	GO2 NETGATES	9,42	US	PENDING	75/641670	2/16/99			
LEE HANK.022T	WGRS	9,16,42	US	Allowed	75/679099	4/12/99			
LEE HANK.024T	GO2ONLINE	9,16,42	US	PENDING	75/746089	7/8/99			
LEE HANK.025T	LOCATION, LOCATION, LOCATION	42	US	Allowed	75/816546	10/6/99			
LEE HANK.026T	DRIVING THE INTERNET THROUGH YOUR FRONT DOOR	42	US	Allowed	75/816542	10/6/99			
LEE HANK.028T	CALL2	9,38	US	PENDING	75/863283	12/3/99			

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Wednesday, August 07, 2002

Case Number	Trademark Name	Class	Country	Status	Application Number	Filing Date	Reg Number	Reg Date	Renewal Date
LEE HANK.029T	FAX2	9,38	US	PENDING	75/863151	12/3/99			
LEE HANK.030T	SEND2	9,38	US	Published	75/863152	12/3/99			
LEE HANK.031T	TALK2	9,38	US	PENDING	75/863150	12/3/99			
LEE HANK.033T	WHEREVER YOU ARE, WHATEVER YOU WANT, CLOSE BY	42	US	Registered	75/904369	1/27/00	2473177	7/31/01	7/31/11
LEE HANK.034T	SEARCH THE REAL WORLD	42	US	Pending	78/021856	8/18/00			
LEE HANK.037T	WAPMAP	35	US	PENDING	75/938227	3/8/00			
LEE HANK.053T	GO2	16	US	Allowed	75/941566	3/10/00			
LEE HANK.060T	WELCOME TO THE NEIGHBORHOOD	42	US	Allowed	76/048320	5/15/00			

Case Number	Trademark Name	Class	Country	Status	Application Number	Filing Date	Reg Number	Reg Date	Renewal Date
LEE HANK.061T	GO2 AND DESIGN	42	US	PENDING	76/048317	5/15/00			
LEE HANK.062T	GO2ONLINE.COM AND DESIGN	42	US	PENDING	76/048323	5/15/00			
LEE HANK.065T	GO2RESTAURANTS.COM	42	US	Published	78/009803	5/24/00			
LEE HANK.066T	GO2MOVIES.COM	42	US	Published	78/009794	5/24/00			
LEE HANK.067T	GO2HOROSCOPES.COM	42	US	PENDING	78/009810	5/24/00			
LEE HANK.074TIS	GO2CONDOMS	10	US	Published	75/822682	10/15/99			
LEE HANK.075TIS	GOTOCONDOMS	10	US	Published	75/822693	10/15/99			
LEE HANK.096TIS	GO2CALL.COM	9	US	Published	75/875804	12/29/99			

Case Number	Trademark Name	Class	Country	Status	Application Number	Filing Date	Reg Number	Reg Date	Renewal Date
LEEANK.099T	UGD	9,42	US	Allowed	78/028639	10/2/00			
LEEANK.106T	LOCATION NAME SERVER	9,42	US	Pending	78/033605	11/2/00			
LEEANK.107T	LNS	9,42	US	Published	78/033613	11/2/00			
LEEANK.107WAW	LNS	9,42	AU	Pending	874382	5/2/00			
LEEANK.107WEU	LNS	9,42	EU	Published	2002860	5/2/00			
LEEANK.107WJP	LNS	9,42	JP	Pending	040462001	5/2/00			
LEEANK.107WZA	LNS	9	ZA	Pending	2001/07203	5/2/01			
LEEANK.111T	WHAT'S CLOSE BY	42	US	Published	78/039036	12/12/00			

Case Number	Trademark Name	Class	Country	Status	Application Number	Filing Date	Reg Number	Reg Date	Renewal Date
LEE HANK.112T	GO2	9,16,18,2	US	Published	78/045448	1/29/01			
LEE HANK.112WES	GO2	16,25	EU	Published	3321826	7/30/01			
LEE HANK.113TIS	GO2/NERACES		US	Opposition		3/23/00			
LEE HANK.114M	GO2NET	35,42	US	Opposition	75/180981	10/5/96			
LEE HANK.116M	GO2CLEANERS	37	US	Opposition	76/057812	5/26/00			
LEE HANK.118TIS	GO2DENTAL.COM	35,49	US	Opposition	75/864274	12/26/99			
LEE HANK.119M	GO2SHOP		US	Opposition	78/007617	5/10/00			
LEE HANK.120M	GO TOMY SCHOOL	41	US	Opposition	78/005466	3/23/00			

Page 6 of 15

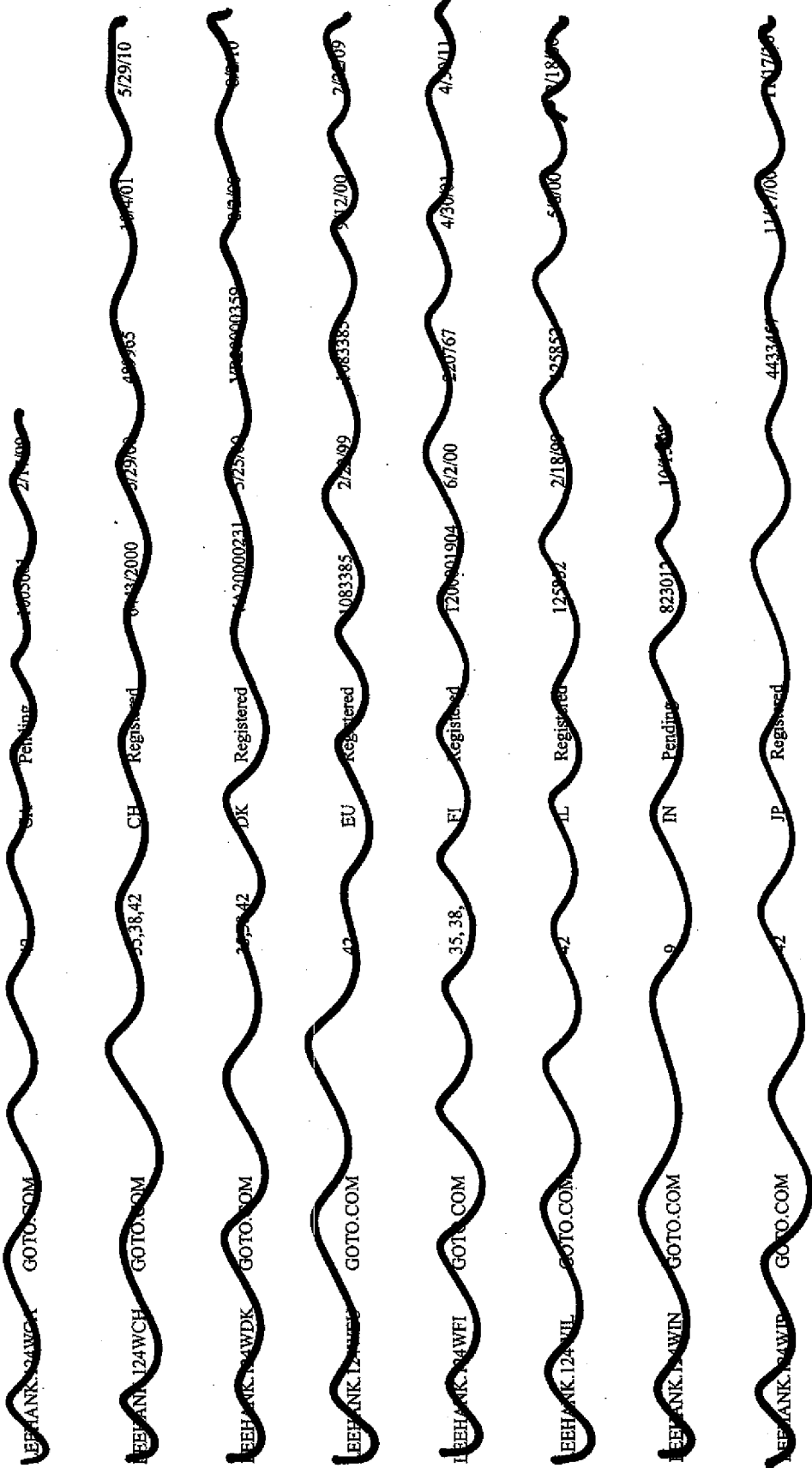
Wednesday, August 07, 2002

Case Number	Trademark Name	Class	Country	Status	Application Number	Filing Date	Reg Number	Reg Date	Renewal Date
LEE HANK 122 WZA	LNS	42	ZA	Pending	090107304	5/2/01			
LEE HANK 122T	GOTO	35, 38	US	Pending	75/548658	9/4/98			
LEE HANK 122 WAI	GOTO	35, 38, 42	AT	Registered	AM33963000	5/26/00	20827	11/15/01	11/30/11
LEE HANK 122 WAU	GOTO	35, 42	AU	Registered	785551	2/18/99	785551	6/19/04	2/18/09
LEE HANK 122 WBY	GOTO	35, 38, 42	BY	Registered	09019703	7/3/98	63420	5/4/98	7/17/08
LEE HANK 122 WCA	GOTO	35, 38	CA	Published	005682	2/27/99			
LEE HANK 122 WCH	GOTO	35, 38	CH	Registered	6442/2000	5/25/00	99964	10/10/01	5/25/10
LEE HANK 122 WDK	GOTO	35, 38	DK	Registered	VA20000254	5/25/00	VA050000359	6/2/00	8/2/00



Case Number	Trademark Name	Class	Country	Status	Application Number	Filing Date	Reg Number	Reg Date	Renewal Date
LEE HANK 122W	GOTO	35, 38, 42	FI	Registered	1208001900	8/22/98	272290	8/25/01	8/15/04
LEE HANK 122WIL	GOTO	42	II	Registered	125851	2/18/99	125851	1/5/00	2/19/00
LEE HANK 122WPA	GOTO	9	DN	Pending	826015	1/15/98			
LEE HANK 122WSP	GOTO	42	30	Registered	799700000	2/19/99	443346	11/17/99	11/17/00
LEE HANK 123T	GOTO.COM	35, 38,	US	Pending	75548665	9/4/98			
LEE HANK 124WAT	GOTO.COM	35, 38, 42	AT	Registered	143966600	5/25/00	200988	11/20/01	11/30/01
LEE HANK 124WAL	GOTO.COM	35, 42	AU	Registered	785986	2/18/99	785986	6/15/01	2/19/00

Case Number	Trademark Name	Class	Country	Status	Application Number	Filing Date	Reg Number	Reg Date	Renewal Date
EEHANK124WCH	GOTO.COM	35, 38, 42	CH	Registered	083385	2/29/00	1200000350	4/30/00	5/29/10
EEHANK124WDK	GOTO.COM	35, 38, 42	DK	Registered	083385	2/29/00	1200000350	4/30/00	5/29/10
EEHANK124WFI	GOTO.COM	35, 38, 42	FI	Registered	083385	2/29/00	1200000350	4/30/00	5/29/10
EEHANK124WIL	GOTO.COM	35, 38, 42	IL	Registered	083385	2/29/00	1200000350	4/30/00	5/29/10
EEHANK124WIN	GOTO.COM	35, 38, 42	IN	Pending	823012	10/22/00			
EEHANK124WJP	GOTO.COM	35, 38, 42	JP	Registered	443345	11/27/00			



Case Number	Trademark Name	Class	Country	Status	Application Number	Filing Date	Reg Number	Reg Date	Renewal Date
LEE HANK.126T	GOTO.COM	35	NZ	Registered	615704	5/27/00	615794	5/27/02	5/27/08
LEE HANK.127T	GOTO.COM	42	US	Published	75/074441	3/18/96			
LEE HANK.128T	GOTO.COM	42	US	Published	75/073925	3/18/96			
LEE HANK.129T	GOTO.COM	42	US	Allowed	75/073875	3/18/96			
LEE HANK.130T	GOTO.COM	42	US	Pending	75/073723	3/18/96			
LEE HANK.131T	GOTO.COM	41	US	Allowed	75/073927	3/18/96			
LEE HANK.132T	GOTO.COM	41	US	Allowed	75/073877	3/18/96			

Case Number	Trademark Name	Class	Country	Status	Application Number	Filing Date	Reg Number	Reg Date	Renewal Date
LEE HANK.132T	GO2SCHOOL	42	US	Pending	75/074433	3/18/96			
LEE HANK.133T	GO2SEARCH	42	US	Allowed	75/129593	7/3/96			
LEE HANK.134T	GO2SPORTS	42	US	Pending	75/074427	3/18/96			
LEE HANK.135T	GO2VISION	9, 42	US	Pending	75/164175	9/11/96			
LEE HANK.137	GO2	9	US	Registered	75/495	4/12/90	418931	6/12/98	6/22/10
LEE HANK.139WNZ	GOTO.COM	38	US	Registered	615795	5/5/00	615795	5/13/00	5/31/09
LEE HANK.140WNZ	GOTO.COM	42	US	Registered	615796	5/31/00	615796	5/13/00	5/31/09
LEE HANK.142M	GO2MARINE.COM	35	US	Opposition	75/928473	2/25/00			

Case Number	Trademark Name	Class	Country	Status	Application Number	Filing Date	Reg Number	Reg Date	Renewal Date
LEE HANK.143M	2GO	35	US	Opposition	75/755289	8/13/99			
LEE HANK.145M	GO2LAB	35	US	Opposition	75/918305	2/14/00			
LEE HANK.145M	GO2LAB	35	US	Published		2/14/00			
LEE HANK.147M	GO2PHARMSALES & DESIGN		US	Opposition	76/239995				
LEE HANK.157T	LOCAL KEYWORD	42	US	Pending	78/082479	9/4/01			
LEE HANK.158T	GO2 KEYWORD	42	US	Pending	78/082480	9/4/01			
LEE HANK.160T	GO2THERACES	42	US	Published	78/001524	3/29/00			
LEE HANK.165M	GOTOME	9	US	Opposition	75/919239				

Case Number	Trademark Name	Class	Country	Status	Application Number	Filing Date	Reg Number	Reg Date	Renewal Date
LEE HANK 166TIS	GO TO GO		US	Opposition	75/42562	3/13/00			
LEE HANK 170M	E-TOGO.COM		US	Opposition	75/740329				
LEE HANK 176T	GO2 ADDRESS	42	US	Pending	78/104020	1/22/02			
LEE HANK 180TIS	GO TO THE EDUC	38,39	US	Opposition	76/042095	3/13/00			
LEE HANK 181TIS	GO TO THE PARK.COM	42	US	Opposition	78/010068	8/2/00			
LEE HANK 185T	GO2 LOCAL BUSINESS REGISTRY	42	US	Pending	78/108358	2/12/02			
LEE HANK 186T	GO2 LBR	42	US	Pending	78/108359	2/12/02			
LEE HANK 188T	LOCAL BUSINESS REGISTRY	42	US	Pending	78/108356	2/12/02			

Case Number	Trademark Name	Class	Country	Status	Application Number	Filing Date	Reg Number	Reg Date	Renewal Date
LEE HANK.189T	LBR	42	US	Pending	78/108355	2/12/02			
LEE HANK.190T	REGISTER HERE. APPEAR PRACTICALLY EVERYWHERE.	42	US	Pending	78/111512	2/27/02			
LEE HANK.191T	REGISTER ONCE. APPEAR PRACTICALLY EVERYWHERE.	42	US	Pending	78/111795	2/28/02			
LEE HANK.192TIS	GOTOMYCARD	36	US	Opposition	76/249511	2/28/01			
LEE HANK.193TIS	GOTOMYCARD	36	US	Opposition	76/302842	8/17/01			
LEE HANK.201T	GO2 DIRECTORY	42	US	Pending	78/125899	5/2/02			
LEE HANK.205TIS	GOTOMYCARD	36	US	Opposition	76/205106	2/2/01			
LEE HANK.210TIS	DISCOVER 2GO	36	US	Opposition	76/329759	10/23/01			

Case Number Trademark Name Class Country Status Application Number Filing Date Reg Number Reg Date Renewal Date

LEHMAN 212TTS GOTOMYCARD.COM 42 US Opposition 76/205656 2/6/01



04-70094264

12/20/2004 17:00

UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)  
**Cristina Diaz (949) 721-5263**

B. SEND ACKNOWLEDGMENT TO: (Name and Address)  
**Knobbe, Martens, Olson & Bear, LLP  
 Attn: Cristina Diaz  
 2040 Main Street  
 14th Floor  
 Irvine, CA 92614**



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UCC FILING

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE # **0223961096**

1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS.

2.  TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3.  CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4.  ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 9.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects  Debtor or  Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

CHANGE name and/or address: Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c.  DELETE name: Give record name to be deleted in item 6a or 6b.  ADD name: Complete item 7a or 7b, and also item 7c; also complete items 7d-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME

OR

6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
----------------------------	------------	-------------	--------

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME

OR

7b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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7c. MAILING ADDRESS

CITY	STATE	POSTAL CODE	COUNTRY
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7d. TAX ID #: SSN OR EIN

ADDL INFO RE ORGANIZATION DEBTOR

7e. TYPE OF ORGANIZATION

7f. JURISDICTION OF ORGANIZATION

7g. ORGANIZATIONAL ID #, if any  NONE

8. AMENDMENT (COLLATERAL CHANGE): check only one box. Describe collateral  deleted or  added, or give entire  restated collateral description, or describe collateral  assigned.

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here  and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME

OR

<b>Knobbe, Martens, Olson &amp; Bear, LLP</b>	FIRST NAME	MIDDLE NAME	SUFFIX
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10. OPTIONAL FILER REFERENCE DATA  
**LEE HANK**

FILING OFFICE COPY — NATIONAL UCC FINANCING STATEMENT AMENDMENT (FORM UCC3) (REV. 07/29/98)

TRADEMARK

RECORDED: 04/15/2005

REEL: 003095 FRAME: 0938