

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	CORRECTIVE ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Corrective Assignment to correct the To delete Trademark Registration Nos. 2,795,474 and 2,578,576 previously recorded on Reel 003057 Frame 0402. Assignor(s) hereby confirms the Merger.

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
eUniverse, Inc.		12/30/2002	CORPORATION: NEVADA

**RECEIVING PARTY DATA**

<b>Name:</b>	eUniverse, Inc.
<b>Street Address:</b>	6060 Center Drive
<b>Internal Address:</b>	Suite 300
<b>City:</b>	Los Angeles
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	90045
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	2514768	FUNPAGELAND.COM

**CORRESPONDENCE DATA**

Fax Number: (203)327-1096  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: (203) 324-6155  
 Email: cdc@ssjr.com  
 Correspondent Name: Stephen P. McNamara  
 Address Line 1: 986 Bedford Street  
 Address Line 2: St. Onge Steward Johnston and Reens LLC.  
 Address Line 4: Stamford, CONNECTICUT 06905

<b>NAME OF SUBMITTER:</b>	Stephen P. McNamara
<b>Signature:</b>	/Stephen P. McNamara/

OP \$40.00 2514768

Date:

06/24/2005

**Total Attachments: 11**

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<b>TRADEMARK ASSIGNMENT</b>
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Electronic Version v1.1  
 Stylesheet Version v1.1

**03/31/2005**  
**900022289**

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/30/2002

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
eUniverse, Inc		12/30/2002	CORPORATION: NEVADA

**RECEIVING PARTY DATA**

Name:	eUniverse, Inc
Street Address:	6060 Center Drive
Internal Address:	Sulte 300
City:	Los Angeles
State/Country:	CALIFORNIA
Postal Code:	90045
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 25**

Property Type	Number	Word Mark
Registration Number:	2403879	EUNIVERSE
Registration Number:	2387655	GAMER' S ALLIANCE
Registration Number:	2376314	PLAY4PRIZES
Registration Number:	2381429	FUNONE.COM
Registration Number:	2514767	JUST SAY WOW!
Registration Number:	2514768	FUNPAGELAND.COM
Registration Number:	2539744	DUSTCLOUD.COM
Registration Number:	2539745	JUSTPIGS.COM
Registration Number:	2606889	EUNIVERSE
Registration Number:	2517077	FLOWGO
Registration Number:	2529710	FUNSTUN
Registration Number:	2517204	SEND4FUN

OP \$640.00 2403879

Registration Number:	2748129	CONTAGIOUS ENTERTAINMENT
Registration Number:	2610317	FUNBUG.COM
Registration Number:	2618666	FUNBUG
Registration Number:	2679015	
Registration Number:	2692319	INTELLIGENTX
Registration Number:	2638332	INTELLIGENT X
Registration Number:	2536757	CUPID JUNCTION
Registration Number:	2362637	INFOBEAT
Registration Number:	2795474	ALLYOUCANINK
Registration Number:	2578576	QUICK INSPIRATIONS
Serial Number:	78334714	MYSPEACE
Registration Number:	2719013	FITNESSHEAVEN
Serial Number:	78361120	CARBMANAGER

## CORRESPONDENCE DATA

Fax Number: (203)327-1096  
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 Phone: (203) 324-6155  
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 Correspondent Name: Stephen P. McNamara  
 Address Line 1: 986 Bedford Street  
 Address Line 2: St. Onge Steward Johnston and Reens LLC.  
 Address Line 4: Stamford, CONNECTICUT 06905

NAME OF SUBMITTER:	Stephen P. McNamara
Signature:	/Stephen P. McNamara/
Date:	03/31/2005

## Total Attachments: 5

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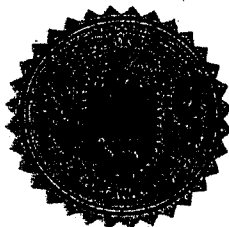
# Delaware

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 CORRECTION OF "EUNIVERSE, INC.", FILED IN THIS OFFICE ON THE EIGHTH DAY OF JANUARY, A.D. 2003, AT 6 O'CLOCK P.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

3586119 8100

030015586

AUTHENTICATION: 2195707

DATE: 01-09-03

TRADEMARK  
REEL: 003110 FRAME: 0127

**CERTIFICATE OF CORRECTION FILED TO CORRECT  
A CERTAIN ERROR IN THE  
CERTIFICATE OF MERGER**

**MERGING**

**eUNIVERSE, INC.,  
a Nevada corporation**

**INTO**

**eUNIVERSE, INC.,  
a Delaware corporation**

**FILED IN THE OFFICE OF THE  
DELAWARE SECRETARY OF STATE ON NOVEMBER 1, 2002**

eUniverse, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,


**DOES HEREBY CERTIFY:**

1. That the name of the corporation is eUniverse, Inc.
2. That a Certificate of Merger Merging eUniverse, Inc., a Nevada corporation, into eUniverse, Inc., a Delaware corporation, was filed with the Delaware Secretary of State on November 1, 2002 and that said Certificate of Merger requires correction as permitted by Section 103 of the General Corporation Law of the State of Delaware.
3. That the inaccuracy or defect of said Certificate of Merger to be corrected is as follows: The Certificate of Merger should state that it is effective as of December 30, 2002.
4. That said Certificate of Merger is corrected by adding Article SEVENTH, as follows:  

**"SEVENTH:** That this Certificate of Merger shall be effective as of December 30, 2002."

In witness whereof, eUniverse, Inc., a Delaware corporation, has caused this Certificate of Correction to be executed by its duly authorized officer this 8th day of January, 2003.

**eUNIVERSE, INC.**

By:   
\_\_\_\_\_  
Christopher S. Lipp  
Secretary, Sr. Vice President and General Counsel

# Delaware

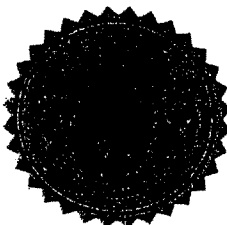
PAGE 1

*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:

"EUNIVERSE, INC.", A NEVADA CORPORATION,  
WITH AND INTO "EUNIVERSE, INC." UNDER THE NAME OF  
"EUNIVERSE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER  
THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS  
OFFICE THE FIRST DAY OF NOVEMBER, A.D. 2002, AT 3:30 O'CLOCK  
P.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

3586119 8100M

020678312

AUTHENTICATION: 2069658

DATE: 11-04-02

TRADEMARK  
REEL: 003110 FRAME: 0129

**CERTIFICATE OF MERGER**

**MERGING**

**eUNIVERSE, INC.,**  
a Nevada corporation

**INTO**

**eUNIVERSE, INC.,**  
a Delaware corporation

Pursuant to Section 252 of the  
Delaware General Corporation Law

The undersigned corporation, organized and existing under and by virtue of the Delaware  
General Corporation Law,

**DOES HEREBY CERTIFY:**

**FIRST:** That the name and state of incorporation of each of the  
constituent corporations in the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
eUniverse, Inc. ("EUI-NV")	Nevada
eUniverse, Inc. ("EUI-DE")	Delaware

**SECOND:** That an Agreement and Plan of Merger between the parties  
to the merger has been approved, adopted, certified, executed and acknowledged by  
each of the constituent corporations in accordance with the requirements of Section  
252 of the Delaware General Corporation Law.

**THIRD:** That EUI-DE shall be the surviving corporation in the  
merger, and the Certificate of Incorporation of EUI-DE shall be the Certificate of  
Incorporation of the surviving corporation upon the filing of this Certificate of  
Merger with the Delaware Secretary of State.

**FOURTH:** That the executed Agreement and Plan of Merger is on file at  
the office of the surviving corporation, the address of which is 6060 Center Drive,  
Suite 300, Los Angeles, California 90045.




**FIFTH:** That a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of either constituent corporation.

**SIXTH:** That the authorized capital stock of EUI-NV is two hundred fifty million (250,000,000) shares of Common Stock, \$.001 par value and forty million (40,000,000) shares of Preferred Stock, \$.10 par value, of which ten million (10,000,000) shares are designated as Series A 6% Convertible Preferred Stock and four million ninety-eight thousand three hundred thirty-five (4,098,335) shares are designated as Series B Convertible Preferred Stock.

In witness whereof, eUniverse, Inc., a Delaware corporation, has caused this Certificate of Merger to be executed by its duly authorized officer this 31st day of October, 2002.

**eUNIVERSE, INC.,**  
a Delaware corporation

By:   
Christopher S. Lipp  
Secretary, Sr. Vice President and General Counsel