

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
WVR Group, Inc.		05/15/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	HomeAway, Inc.		
Street Address:	3801 Capital of Texas Highway		
Internal Address:	Suite 150		
City:	Austin		
State/Country:	TEXAS		
Postal Code:	78704		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78767639	HOMEAWAY LIVE THE DESTINATION	
CORRESPONDENCE DATA			
Fax Number:	(512)480-5838		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	512-480-5638		
Email:	ohawkins@gdhm.com		
Correspondent Name:	Orlesia A. Hawkins		
Address Line 1:	401 Congress Avenue		
Address Line 2:	Suite 2200		
Address Line 4:	Austin, TEXAS 78701		
ATTORNEY DOCKET NUMBER:	A21450.1		
NAME OF SUBMITTER:	Orlesia A. Hawkins		
Signature:	/orlesia a. hawkins/		

CH \$40.00 78767639

Date:

06/07/2006

Total Attachments: 3

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Delaware

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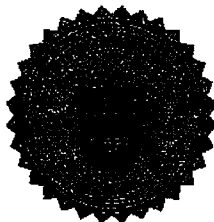
The First State

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 AMENDMENT OF "WVR GROUP, INC.", CHANGING ITS NAME FROM "WVR GROUP, INC." TO "HOMEAWAY, INC.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF MAY, A.D. 2006, AT 7:11 O'CLOCK P.M.

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

3784573 8100

060460437



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4746738

DATE: 05-16-06

TRADEMARK
REEL: 003323 FRAME: 0348

State of Delaware
Secretary of State
Division of Corporations
Delivered 07:11 PM 05/15/2006
FILED 07:11 PM 05/15/2006
SRV 060460437 - 3784573 FILE

**CERTIFICATE OF AMENDMENT OF THE
CERTIFICATE OF INCORPORATION OF
WVR GROUP, INC.**
a Delaware corporation

WVR Group, Inc. a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY THAT:

FIRST: The name of the corporation is WVR Group, Inc. (the "Corporation"). The Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on April 6, 2004 under the name CEH Holdings, Inc.

SECOND: That the Board of Directors of this Corporation, acting in accordance with Sections 141 and 242 of the General Corporation Law of the State of Delaware by its unanimous written consent, without a meeting, adopted resolutions setting forth the proposed amendment of the Certificate of Incorporation of this Corporation, declaring said amendment to be advisable, and authorizing the appropriate officers of this Corporation to solicit written consent of the stockholders of this Corporation upon the consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED: That the Board hereby determines that it is advisable and in the best interests of the Company and its stockholders to amend the Certificate of Incorporation of the Company by changing the Article numbered "Article I" so that, as amended, said Article shall be and read as follows:

"The name of this Corporation is HomeAway, Inc."

THIRD: That thereafter, pursuant to a resolution of its Board of Directors, the written consent of the stockholders of this Corporation was duly called for in accordance with Section 228(a) of the General Corporation Law of the State of Delaware, and holders of the requisite number of shares as required by statute consented to the adoption of said amendment.

FOURTH: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of
Amendment of the Certificate of Incorporation on May 15, 2006.

WVR GROUP, INC.

By: /s/ Brian Sharples
Brian Sharples
Chief Executive Officer

WVR - Certificate of Amendment (Name Change) (5_06)(PALIB2_343596_1)