

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|-----------------------|----------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER |
| EFFECTIVE DATE: | 05/03/2005 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---------------------------|----------|----------------|-----------------------|
| CrossMedia Services, Inc. | | 04/28/2005 | CORPORATION: DELAWARE |

RECEIVING PARTY DATA

| | |
|-------------------|-------------------------------------|
| Name: | ShopLocal, LLC |
| Street Address: | 225 North Michigan Avenue |
| Internal Address: | Suite 1500 |
| City: | Chicago |
| State/Country: | ILLINOIS |
| Postal Code: | 60601 |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE |

PROPERTY NUMBERS Total: 2

| Property Type | Number | Word Mark |
|----------------------|---------|----------------|
| Registration Number: | 2386491 | SALESHOUND.COM |
| Registration Number: | 2386492 | SALESHOUND |

CORRESPONDENCE DATA

Fax Number: (617)556-3890
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: rtedesco@richmaylaw.com
 Correspondent Name: Robert P. Tedesco
 Address Line 1: 176 Federal Street
 Address Line 4: Boston, MASSACHUSETTS 02110

| | |
|-------------------------|-------------------|
| ATTORNEY DOCKET NUMBER: | SHOPLOCAL |
| NAME OF SUBMITTER: | Robert P. Tedesco |

OP \$65.00 2386491

Signature:

/Robert P. Tedesco/

Date:

09/07/2006

Total Attachments: 2

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source=ShopLocal -Certificate of Merger#page2.tif

Delaware

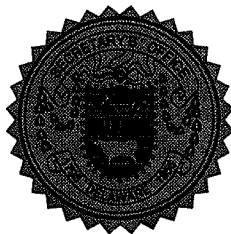
PAGE 1

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:

"CROSSMEDIA SERVICES, INC.", A DELAWARE CORPORATION,
WITH AND INTO "SHOPLOCAL, LLC" UNDER THE NAME OF "SHOPLOCAL, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF MAY, A.D. 2005, AT 1:12 O'CLOCK P.M.

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



3942021 8100M

050356626

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3858189

DATE: 05-05-05

TRADEMARK
REEL: 003384 FRAME: 0771

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:12 PM 05/03/2005
FILED 01:12 PM 05/03/2005
SRV 050356626 - 3942021 FILE

CERTIFICATE OF MERGER OF
CROSSMEDIA SERVICES, INC.,
a Delaware corporation

INTO

SHOPLOCAL, LLC,
a Delaware limited liability company

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law and Title 6, Section 18-209 of the Limited Liability Company Act, the undersigned limited liability company executed the following Certificate of Merger:

FIRST: The name of the surviving limited liability company is ShopLocal, LLC, a Delaware limited liability company and the name of the corporation being merged into this surviving limited liability company is CrossMedia Services, Inc., a Delaware corporation.

SECOND: The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by the surviving limited liability company and the merging corporation.

THIRD: The name of the surviving limited liability company is ShopLocal, LLC.

FOURTH: The merger is to become effective on the filing of this Certificate of Merger in the Office of the Secretary of State of the State of Delaware.

FIFTH: The Agreement and Plan of Merger is on file at 225 N. Michigan Avenue, Suite 1500, Chicago, Illinois 60601, the place of business of the surviving limited liability company.

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of any constituent limited liability company or stockholder of any constituent corporation.

IN WITNESS WHEREOF, said limited liability company has caused this certificate to be signed by an authorized person, the 28th day of April, 2005.

SHOPLOCAL, LLC

By: 

Brian Hand
Chief Executive Officer