

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/30/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
LoopNet, Inc.		05/30/2006	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	LoopNet, Inc.
Street Address:	181 W. Huntington Drive, Suite 208
City:	Monrovia
State/Country:	CALIFORNIA
Postal Code:	91016
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2340750	GET INTO THE LOOP!

CORRESPONDENCE DATA

Fax Number: (213)680-6499
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 213-229-8462
 Email: diane.lambillotte@bingham.com
 Correspondent Name: Diane M. Lambillotte
 Address Line 1: Three Embarcadero Center
 Address Line 4: San Francisco, CALIFORNIA 94111

NAME OF SUBMITTER:	Diane M. Lambillotte
Signature:	/diane m. lambillotte/
Date:	10/10/2006

CH \$40.00 2340750

Total Attachments: 3

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CERTIFICATE OF MERGER

OF

LOOPNET, INC.,
a California corporation

INTO

LOOPNET, INC.,
a Delaware corporation

Under Section 252(c) of the Delaware General Corporation Law, LoopNet, Inc., a Delaware corporation, hereby certifies that:

FIRST: The name and state of incorporation of each of the constituent corporations to the merger are (1) LoopNet, Inc., a California corporation, and (2) LoopNet, Inc., a Delaware corporation.

SECOND: An agreement and plan of merger (the "Agreement and Plan of Merger") providing for the merger of LoopNet, Inc., a California corporation (the "Disappearing Corporation"), into LoopNet, Inc., a Delaware corporation (the "Surviving Corporation"), has been duly approved, adopted, certified, executed and acknowledged in accordance with Section 252(c) of the Delaware General Corporation Law.

THIRD: The full name of the Surviving Corporation is LoopNet, Inc.

FOURTH: The certificate of incorporation of LoopNet, Inc., a Delaware corporation, shall be the certificate of incorporation of the Surviving Corporation.

FIFTH: The Agreement and Plan of Merger as executed is on file at the principal place of business of the Surviving Corporation at:

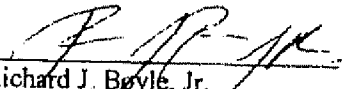
185 Berry Street, Suite 4000
San Francisco, California, 94107

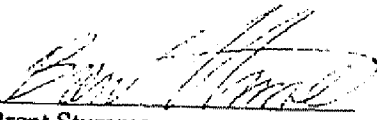
SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The aggregate number of shares of stock which the Disappearing Corporation has the authority to issue is 66,397,886 shares, all of which shares have \$0.001 par value and are designated common and preferred stock.

LoopNet, Inc., a Delaware corporation, has caused this Certificate to be signed in San Francisco, California, by Richard J. Boyle, Jr., its President, Chief Executive Officer and

Chairman of the Board of Directors and Brent Stumme, its Chief Financial Officer and Senior Vice President, Finance and Administration, who affirm under penalties of perjury that the facts stated in this Certificate are true this May 30, 2006.

By: 
Richard J. Boyle, Jr.
President, Chief Executive Officer and Chairman of
the Board of Directors

By: 
Brent Stumme
Chief Financial Officer and Senior Vice President,
Finance and Administration

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