

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/31/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
PriceGrabber.com, LLC		03/31/2006	LIMITED LIABILITY COMPANY: CALIFORNIA

RECEIVING PARTY DATA

Name:	PriceGrabber.com Inc.
Street Address:	10940 Wilshire Boulevard, 11th Floor
City:	Los Angeles
State/Country:	CALIFORNIA
Postal Code:	90024
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	2416972	BOTTOMDOLLAR.COM
Registration Number:	2433561	PRICEGRABBER
Registration Number:	2585393	THE SMART PLACE TO START YOUR SHOPPING
Registration Number:	2582289	PRICEGRABBER.COM
Registration Number:	2811883	COMPARISON SHOPPING BEYOND COMPARE
Registration Number:	2871744	
Registration Number:	3132945	PRECIOMANIA

CORRESPONDENCE DATA

Fax Number: (310)201-2398
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 310-201-7447
 Email: jsioke@ggfirm.com

CH \$190.00 2416972

Correspondent Name: Jan Siok
Address Line 1: 1900 Avenue of the Stars, 21st Floor
Address Line 4: Los Angeles, CALIFORNIA 90067

ATTORNEY DOCKET NUMBER:

71894-00002

NAME OF SUBMITTER:

Jan Siok

Signature:

/JAN SIOK/

Date:

10/27/2006

Total Attachments: 3

source=PG_Cert of Merger_USA#page1.tif

source=PG_Cert of Merger_USA#page2.tif

source=PG_Cert of Merger_USA#page3.tif

Delaware

PAGE 1

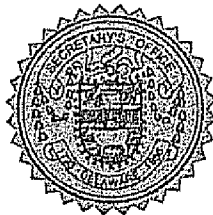
The First State

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:

"PRICEGRABBER.COM LLC", A CALIFORNIA LIMITED LIABILITY COMPANY,

WITH AND INTO "PRICEGRABBER.COM INC." UNDER THE NAME OF "PRICEGRABBER.COM INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF MARCH, A.D. 2006, AT 1:50 O'CLOCK P.M.

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



4060515 8100M

060307222

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4636628

DATE: 03-31-06

TRADEMARK
REEL: 003417 FRAME: 0267

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF A FOREIGN LIMITED LIABILITY COMPANY
INTO A DOMESTIC CORPORATION**

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

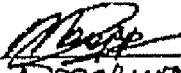
- First: The name of the surviving corporation is PriceGrabber.com Inc., a Delaware corporation.
- Second: The name of the limited liability company being merged into this surviving corporation is PriceGrabber.com LLC, a California limited liability company.
- Third: The Agreement of Merger has been certified, approved, adopted, executed and acknowledged by the surviving corporation and the merging limited liability company.
- Fourth: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.
- Fifth: The name of the surviving corporation is PriceGrabber.com, Inc.
- Sixth: The merger is to become effective on March 31, 2006.
- Seventh: The executed agreement of merger is on file at 475 Anton Blvd., Costa Mesa, California 92626.
- Seventh: A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the corporation or member or manager of the limited liability company or any person holding an interest in any other business entity which is to merge or consolidate.

[Signature page to follow]

*State of Delaware
Secretary of State
Division of Corporations
Delivered 01:50 PM 03/31/2006
FILED 01:50 PM 03/31/2006
SRV 060307222 - 4060515 FILE*

IN WITNESS WHEREOF, said corporation has caused a this certificate to be signed by
an authorized officer, this 30th day of March, 2006.

PRICEGRABBER.COM, INC.

By: 
Its: Treasurer
Name: Mark Pepper