

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
Wetfeet.com, Inc.		06/27/2002	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	WetFeet, Inc.		
Street Address:	The Folger Building		
Internal Address:	101 Howard St., Suite 300		
City:	San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94105		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2422210	ACE YOUR CASE!	
Registration Number:	2422211	BEAT THE STREET	
CORRESPONDENCE DATA			
Fax Number:	(650)324-0638		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(650) 324-7000		
Email:	sv-trademark@hellerehrman.com		
Correspondent Name:	Harold J. Milstein		
Address Line 1:	Heller Ehrman LLP		
Address Line 2:	275 Middlefield Road		
Address Line 4:	Menlo Park, CALIFORNIA 94025-3506		
ATTORNEY DOCKET NUMBER:	22045-0002		
NAME OF SUBMITTER:	Harold J. Milstein		

OP \$65.00 2422210

Signature:

/HaroldMilstein/

Date:

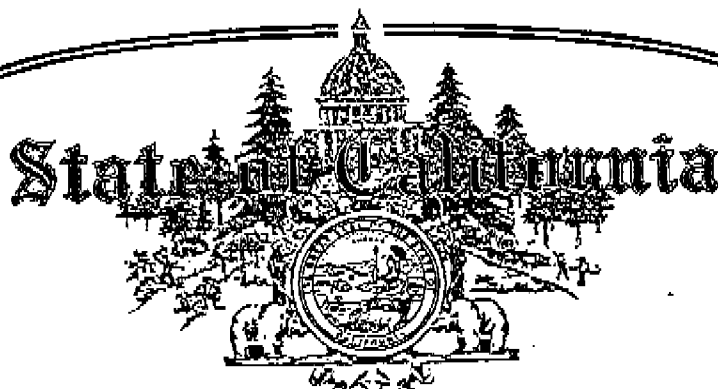
12/22/2006

Total Attachments: 3

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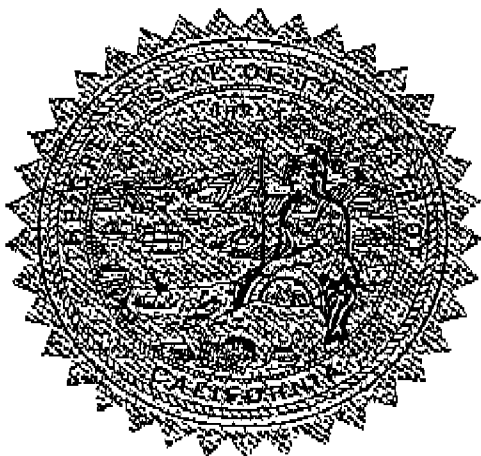
SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 19 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

JUN 28 2002



Bill Jones

Secretary of State

TRADEMARK

A0583030

**FOURTH AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
WETFEET, INC.**

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

JUN 27 2002

Stephen Pollock certifies that:

BILL JONES, Secretary of State

1. He is the President and Secretary of WetFeet, Inc., a California corporation (the "Corporation").
2. The Articles of Incorporation of this Corporation are amended and restated to read as follows:

ARTICLE 1. NAME

The name of the Corporation is WetFeet, Inc.

ARTICLE 2. PURPOSE

The purpose of this Corporation is to engage in any lawful acts or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code (the "Code").

ARTICLE 3. AUTHORIZED CAPITAL

The Corporation is authorized to issue two classes of shares, designated "Common Stock" and "Preferred Stock," respectively. The total number of shares of Common Stock which this Corporation is authorized to issue is 50,000,000 and the total number of shares of Preferred Stock which this Corporation is authorized to issue is 22,000,000. 19,000,000 of the shares of Preferred Stock are designated "Series A-1 Preferred Stock" (the "Series A-1 Preferred"), 2,000,000 of the shares of Preferred Stock are designated "Series B-1 Preferred Stock" (the "Series B-1 Preferred"), and 1,000,000 of the shares are designated "Series B-2 Preferred Stock" (the "Series B-2 Preferred").

**ARTICLE 4. RIGHTS, PREFERENCES, PRIVILEGES
AND RESTRICTIONS OF CAPITAL STOCK**

The Series A-1 Preferred, Series B-1 Preferred, and Series B-2 Preferred are referred to collectively in this Article 4 as the "Preferred Stock." The relative rights, preferences, privileges, and restrictions granted to or imposed upon the respective classes of the shares of Preferred Stock or the holders thereof are as follows:

3. The foregoing Fourth Amended and Restated Articles of Incorporation have been duly approved by the Board of Directors.

4. The foregoing Fourth Amended and Restated Articles of Incorporation have been duly approved by the required vote of shareholders in accordance with Section 902 of the Code. The Corporation has two classes of stock outstanding: Common Stock and Preferred Stock. The total number of outstanding shares of Common Stock of this Corporation is 4,358,944 and the total number of outstanding shares of Preferred Stock of this Corporation is 16,875,201; specifically, 1,050,000 shares of Series A Preferred Stock, 1,722,601 shares of Series B Preferred Stock, 4,573,640 shares of Series C Preferred Stock and 9,528,960 shares of Series D Preferred Stock. The number of shares voting in favor of the amendment and restatement equaled or exceeded the vote required, such required vote being (i) more than 50% of the outstanding shares of Series A Preferred voting as a separate class; (ii) more than 50% of the outstanding shares of Series B Preferred voting as a separate class; (iii) more than 50% of the outstanding shares of Series C Preferred voting as a separate class; (iv) more than 50% of the outstanding shares of Series D Preferred voting as a separate class; and (v) more than 50% of the outstanding shares of Common Stock voting as a separate class.

I further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of my own knowledge.

Date: June 27, 2002



Stephen Pollock, President and Secretary



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TRADEMARK