

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2010		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ProxiLaw, Inc.		12/31/2010	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Legalzoom.com, Inc.		
Street Address:	101 N. Brand Blvd.		
Internal Address:	11th Floor		
City:	Glendale		
State/Country:	CALIFORNIA		
Postal Code:	91203		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2836646	PROXILAW	
CORRESPONDENCE DATA			
Fax Number:	(323)790-1993		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	323.962.8600		
Email:	nlee@legalzoom.com		
Correspondent Name:	Nancy Lee		
Address Line 1:	101 N. Brand Blvd.		
Address Line 2:	11th Floor		
Address Line 4:	Glendale, CALIFORNIA 91203		
NAME OF SUBMITTER:	Nancy Lee		
Signature:	/Nancy Lee/		

CH \$40.00 2836646

Date:

01/10/2011

Total Attachments: 4

source=2010-12-31 - Certificate of Ownership Merging ProxiLaw Inc into LegalZoom com Inc #page1.tif

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"PROXILAW, INC.", A DELAWARE CORPORATION,
WITH AND INTO "LEGALZOOM.COM, INC." UNDER THE NAME OF
"LEGALZOOM.COM, INC.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2010, AT
1:49 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY
OF DECEMBER, A.D. 2010.

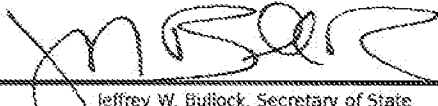
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE
NEW CASTLE COUNTY RECORDER OF DEEDS.

4294375 8100M

101244065



You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8462016

DATE: 12-30-10

TRADEMARK
REEL: 004449 FRAME: 0821

STATE OF DELAWARE CERTIFICATE OF OWNERSHIP

SUBSIDIARY INTO PARENT

Section 253

CERTIFICATE OF OWNERSHIP MERGING PROXILAW, INC. INTO LEGALZOOM.COM, INC.

(Pursuant to Section 253 of the General Corporation Law of Delaware)

LEGALZOOM.COM, INC., a corporation incorporated pursuant to the provisions of the General Corporation Law of the State of Delaware:

DOES HEREBY CERTIFY that this corporation owns 90% of the capital stock of PROXILAW, INC., a corporation incorporated on the 14th day of March, 2003, A.D., pursuant to the provisions of the laws of the State of Delaware, and that this corporation, by unanimous written consent of its Board of Directors determined to and did merge into itself said PROXILAW, INC., which resolution is in the following words to wit:

Merger of Subsidiary into Parent Corporation

WHEREAS, ProxiLaw, Inc. ("ProxiLaw") was originally incorporated pursuant to the DGCL on March 14, 2003, under the name FN Legal, Inc.;

WHEREAS, ProxiLaw filed a Certificate of Amendment with the Secretary of State of the State of Delaware on April 16, 2003, changing its name to ProxiLaw, Inc.;

WHEREAS, Corporation owns 90% or more of the outstanding shares of ProxiLaw;

WHEREAS, pursuant to DGCL Section 253, a Delaware corporation owning 90% or more of the outstanding shares of a subsidiary corporation may merge the subsidiary corporation into itself;

WHEREAS, the Board deems it advisable and in the best interests of the

Corporation and its stockholders that the Corporation approve and consent to the merger of ProxiLaw into Corporation; and

WHEREAS, it was deemed advisable and in the best interests of the Corporation and its stockholders that the Corporation (i) approve and consent to the merger of ProxiLaw into Corporation and (ii) approve and adopt the Certificate of Ownership and Merger on December 28, 2010, in substantially the form as Exhibit A attached hereto (the "Certificate of Merger").

RESOLVED, that the Board hereby declares it advisable and in the best interests of the Corporation that the Certificate of Merger be, and hereby is, adopted and approved to merge ProxiLaw into its parent corporation, Corporation;

FURTHER RESOLVED, that an authorized officer of the Corporation be and he is hereby directed to make and execute the Certificate of Merger setting forth a copy of the resolution to merge ProxiLaw and assume its liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Secretary of State of Delaware, and a certified copy thereof in the office of the Recorder of Deeds of New Castle County; and

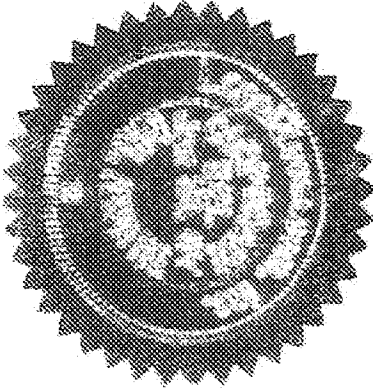
FURTHER RESOLVED, that the Certificate of Merger should be filed with the Secretary of State of the State of Delaware so the effective date of the merger of ProxiLaw into Corporation is December 31, 2010.

General

RESOLVED, that the officers of the Corporation be, and each of them hereby is, authorized, empowered and directed, in the name of and on behalf of the Corporation, to prepare and to execute such documents and agreements, to make such filings, to seek necessary approvals and to take all such further action as may be necessary, appropriate or desirable in order to fully effectuate the purposes of the foregoing resolution and the intent thereof, including all of the things incidental thereto, and the execution by such officers of any document or instrument in connection with the foregoing matters shall conclusively establish their authority therefore;

FURTHER RESOLVED, that any and all actions heretofore taken by any officer of the company in connection with the matters contemplated by the foregoing resolutions be, and they hereby are, approved, ratified and confirmed in all respects as fully as if such actions had been presented to the Board for its approval prior to such actions being taken.

IN WITNESS WHEREOF, said parent corporation has caused its corporate seal to be affixed and this certificate to be signed by an authorized officer this 20th day of December, 2010 A.D.



By:


Authorized Officer

Name: Charles Rampenthal
Title: Secretary