

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/30/2009

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
QuinStreet, Inc.		12/30/2009	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	QuinStreet, Inc.
Street Address:	950 Tower Lane, 6th Floor
City:	Foster City
State/Country:	CALIFORNIA
Postal Code:	94404
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Serial Number:	76110772	JUSTTECHJOBS.COM
Serial Number:	76045871	SHARKYEXTREME
Serial Number:	75061899	INTERNET SHOPPER

CORRESPONDENCE DATA

Fax Number: 4152687522
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 415-268-6810
 Email: kanderson@mofo.com,msm9@mofo.com
 Correspondent Name: Rosemary S. Tarlton
 Address Line 1: Morrison & Foerster LLP
 Address Line 2: 425 Market Street
 Address Line 4: San Francisco, CALIFORNIA 94105-2482

ATTORNEY DOCKET NUMBER:	65508-6000000
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CH \$90.00 76110772

NAME OF SUBMITTER:	Rosemary S. Tarlton
Signature:	/Rosemary S. Tarlton/
Date:	10/26/2012
Total Attachments: 3 source=65508-6000.000 - QuinStreet merger#page1.tif source=65508-6000.000 - QuinStreet merger#page2.tif source=65508-6000.000 - QuinStreet merger#page3.tif	

Delaware

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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 MERGER, WHICH MERGES:

"QUINSTREET, INC.", A CALIFORNIA CORPORATION,
WITH AND INTO "QUINSTREET (DELAWARE), INC." UNDER THE NAME OF "QUINSTREET, 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 DECEMBER, A.D. 2009, AT 1:24 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2009, AT 11:59 O'CLOCK P.M.

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

4740227 8100M

091155245



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7733169

DATE: 12-31-09

TRADEMARK
REEL: 004889 FRAME: 0581

CERTIFICATE OF MERGER OF
QUINSTREET, INC., A CALIFORNIA CORPORATION,
INTO
QUINSTREET (DELAWARE), INC., A DELAWARE CORPORATION

(Filed pursuant to Section 252 of the Delaware General Corporation Law)

The undersigned corporations do hereby certify that:

1. The name and state of incorporation of each of the constituent corporations are QuinStreet, Inc., a California corporation ("**QuinStreet-California**"), and QuinStreet (Delaware), Inc., a Delaware corporation ("**QuinStreet-Delaware**").
2. An Agreement and Plan of Merger dated as of December 30, 2009 has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations, in accordance with the provisions of Sections 252(b) and 228 of the Delaware General Corporation Law.
3. QuinStreet - Delaware shall be the surviving corporation after the merger (the "**Surviving Corporation**"). The name of the Surviving Corporation shall be changed to "QuinStreet, Inc."
4. The merger shall be effective at 11:59 p.m. (Eastern Daylight Time) on December 31, 2009.
5. In connection with the merger of QuinStreet-California into QuinStreet-Delaware, the Certificate of Incorporation of QuinStreet-Delaware shall remain unchanged.
6. The executed Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation. The address of the principal place of business of the Surviving Corporation is 1051 East Hillsdale Blvd., Foster City, California 94404, Attention: President.
7. A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder or shareholder of any constituent corporation.
8. The authorized capital stock of QuinStreet-California is (i) forty-five million (45,000,000) shares of Common Stock and (ii) thirty million (30,000,000) shares of Preferred Stock, five million five hundred thousand (5,500,000) shares of which are designated as "Series A Preferred Stock," ten million two hundred thousand (10,200,000) shares of which are designated as "Series B Preferred Stock" and five hundred thousand (500,000) shares of which are designated as "Series C Preferred Stock."

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Merger as of December 31, 2009.

QUINSTREET, INC.,
a California corporation

By: /s/ Douglas Valenti
Name: Douglas Valenti
Its: Chairman of the Board

ATTEST:

By: /s/ Daniel Caul
Name: Daniel Caul
Its: Secretary

QUINSTREET (DELAWARE), INC.
a Delaware corporation

By: /s/ Douglas Valenti
Name: Douglas Valenti
Its: Chairman of the Board

ATTEST:

By: /s/ Daniel Caul
Name: Daniel Caul
Its: Secretary