FORM PTO-1594 (Rev. 6-93)  OMB No. 0651-0011 (exp. 4/94)  Tab settings   ▼  100755  To the Honorable Commissioner of Patents and Trademarks:	Patent and Trademark Office
1. Name of conveying party(ies):  Digital Planet  6-23-98  Individual(s)  General Partnership  Corporation-State  Other	2. Name and address of receiving party(ies)  Name: iXL-Los Angeles, Inc.  Internal Address:  Street Address: 1888 Emery Street  City: Atlanta State: GA ZIP30318
Additional name(s) of conveying party(ies) attached?  Yes No  3. Nature of conveyance:  Assignment	□ Individual(s) citizenship □ Association □ General Partnership □ Limited Partnership ■ Corporation-State Delaware □ Other  If assignee is not domiciled in the United States, a domestic representative designation is attached: □ Yes □ No  (Designations must be a separate document from assignment)  Additional name(s) & address(es) attached? □ Yes □ No
4. Application number(s) or patent number(s):  A. Trademark Application No.(s) 74/600,394 75/264,670 75/358,138 75/163,801 75/270,328 75/375,395 75/264,668 75/341,388 75/264,669 75/341,389  Additional numbers at	B. Trademark Registration No.(s) tached? □ Yes   No
5. Name and address of party to whom correspondence concerning document should be mailed: Aaron B. Retzer  Name: Epstein, Edell & Retzer  Internal Address:	6. Total number of applications and registrations involved:
Street Address: 1901 Research Blvd.,  Suite 400  City: Rockville State: MD ZIP: 20850	8. Deposit account number:  (Attach duplicate copy of this page if paying by deposit account)
O7/06/1998 DCOATES 00000176 74600394  DO NOT USE THIS SPACE  O1 FC:481  O2 FC:482  To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.  Aaron B. Retzer  Name of Person Signing  Total number of pages including cover sheet, attachments, and document:  Do NOT USE THIS SPACE  6/22/98  Signature  Date	



### SECRETARY OF STATE

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

That the attached transcript 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

MAY 1 1 1009



Billyons

Secretary of State

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

## Office of the Secretary of State

MAY, 13 1998 RECUCKES Goorstany of State

I, EDWARD J. FREEL, 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:

"DIGITAL PLANET", A CALIFORNIA CORPORATION,

WITH AND INTO "IXL-LOS ANGELES, INC." UNDER THE NAME OF
"IXL-LOS ANGELES, INC.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE TWELFTH DAY OF MAY, A.D. 1998, AT 2:30
O'CLOCK P.M.

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



Edward J. Freel, Secretary of State

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981181901

AUTHENTICATION:

9076574

DATE:

TRADEM64RK-98

REEL: 1747 FRAME: 0754

# CERTIFICATE OF MERGER OF DIGITAL PLANET INTO iXL-LOS ANGELES, INC.

#### under Section 252(c) of the Delaware General Corporation Law

#### iXL-LOS ANGELES, INC., a Delaware corporation, hereby certifies that:

- (1) The name and state of incorporation of each of the constituent corporations are as follows:
  - (a) Digital Planet, a California corporation; and
  - (b) iXL-Los Angeles, Inc., a Delaware corporation.
- (2) A Plan of Merger has been approved, adopted, certified, executed and acknowledged by Digital Planet and iXL-Los Angeles, Inc. in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.
- (3) The name of the surviving corporation is iXL-Los Angeles, Inc., a Delaware corporation (the "Surviving Corporation").
- (4) The Surviving Corporation is a corporation of the State of Delaware.
- (5) The Certificate of Incorporation of the iXL-Los Angeles, Inc., a Delaware corporation which will survive the merger, shall be the Certificate of Incorporation of the Surviving Corporation.
- (6) The executed Plan of Merger is on file at the principal place of business of the Surviving Corporation at Two Park Place, 1888 Emery Street, Atlanta, Georgia 30318.
- (7) A copy of the Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of Digital Planet or the Surviving Corporation.
- (8) The total authorized capital stock of Digital Planet is Fifty Million (50,000,000) shares, consisting of: (i) Forty Million (40,000,000) shares of no par value common stock and (ii) Ten Million (10,000,000) shares of no par value preferred stock, of which One Million Nine Hundred Sixty-Six One Hundred Sixty-Three (1,966,163) have been designated Scries A Preferred Stock.

[SIGNATURE ON FOLLOWING PAGE]

(MS3449.DOC:)

IN WITNESS WHEREOF, the Surviving Corporation has caused this certificate to be signed by James V. Sandry, its Executive Vice President, as of the /2<sup>1/2</sup> day of May, 1998.

iXL-LOS ANGELES, INC. a Delaware corporation

James V Sandry

Executive Vice President



{MS3449.DOC:}

### State of Delaware

## Office of the Secretary of State

I, EDWARD J. FREEL, 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:

"DIGITAL PLANET", A CALIFORNIA CORPORATION,

WITH AND INTO "IXL-LOS ANGELES, INC." UNDER THE NAME OF "IXL-LOS ANGELES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF MAY, A.D. 1998, AT 2:30 O'CLOCK P.M.

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

Tank Tank

Edward J. Freel, Secretary of State

AUTHENTICATION:

9076575

TRADEMARK 05-12-98 REEL: 1747 FRAME: 0757

2857941 8100M

981181901

# CERTIFICATE OF MERGER OF DIGITAL PLANET INTO iXL-LOS ANGELES, INC.

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[SIGNATURE ON FOLLOWING PAGE]

(MS3449 . DOC: )

IN WITNESS WHEREOF, the Surviving Corporation has caused this certificate to be signed by James V. Sandry, its Executive Vice President, as of the /2<sup>\*</sup>/2 day of May, 1998.

iXL-LOS ANGELES, INC. a Delaware corporation

By:

James V. Sandry/

Executive Vice President

(MS3449.DOC:)