

02-09-2000

FORM PTO-1594
1-31-92

RECORD

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

TRADE
RECEIVE



101262944

To the Assistant Commissioner for Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
 MODACAD, INC.
 ___ Individual(s) ___ Association
 ___ General Partnership ___ Limited Partnership
 Corporation - California
 ___ Other _____
 Additional name(s) of conveying party(ies) attached? _ Yes No

JAN 19 AM 10:55
 OPR/FINANCE
 11/19/00

2. Name and address of receiving party(ies):
 Name: STYLECLICK.COM INC.
 Internal Address: _____
 Street Address: 3861 Sepulveda Boulevard
 City: Culver City State: CA ZIP: 90230
 ___ Individual(s) citizenship ___
 ___ Association ___
 ___ Limited Partnership ___
 Corporation - California

3. Nature of conveyance:
 ___ Assignment ___ Merger
 ___ Security Agreement Change of Name
 ___ Other _____
 Execution Date: 07/16/1999

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

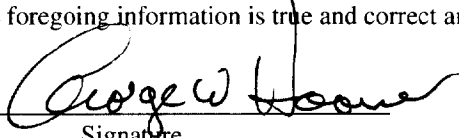
4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 SEE ATTACHED SHEET NO. 2
 Additional numbers attached? Yes ___ No

B. Trademark No.(s):
 SEE ATTACHED SHEET NO. 2

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: George W Hoover
 Internal Address:
BLAKELY, SOKOLOFF, TAYLOR & ZAFMAN LLP
 Street Address: 12400 Wilshire Boulevard
Seventh Floor
 City: Los Angeles State: CA ZIP: 90025

6. Total number of applications and trademarks involved: 23
 7. Total fee (37 CFR 3.41)\$ 590.00
 Enclosed
 ___ Authorized to charged to deposit account
 8. Deposit account number:
02-2666
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.
 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.
George W Hoover  January 14, 2000
 Name of Person Signing Signature Date

Attny Dkt No.: 057713.G000 Total number of pages including cover sheet: 4

02/08/2000 DNGUYEN 00000136 75343986
 01 FC:481
 02 FC:482
 40.00 OP
 550.00 OP

TRADEMARK
 REEL: 002018 FRAME: 0400

Trademark Application Nos.	Trademark Registration Nos.
75/343,986	1,655,404
75/459,910	1,656,103
75/459,911	1,656,104
75/459,912	1,664,906
75/510,717	1,691,245
75/514,837	1,742,817
75/602,426	1,912,286
75/602,427	2,033,070
75/617,781	
75/617,782	
75/617,783	
75/638,575	
75/638,576	
75/638,577	
75/658,247	

FROM COUDERT BROTHERS



SECRETARY OF STATE

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

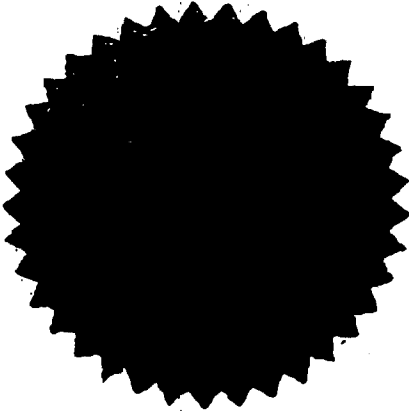
That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

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

JUL 19 1999

Bill Jones

Secretary of State



Copyright Form 02 107 (rev. 6/89)

SEP 10 1999

FROM COUDERT BROTHERS

(TUE) 7. 20 '99 17:33/ST. 17:29/NO. 4261428722 P 4

ENDORSED - FILED
IN THE OFFICE OF THE
SECRETARY OF STATE
OF THE STATE OF CALIFORNIA

JUL 16 1999

DAL JONES, SECRETARY OF STATE

EFFECTIVE
DATE
JUL. 19 1999

**CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION
OF
MODACAD, INC.**

MAURIZIO VECCHIONE and LEE FREEDMAN certify that:

1. They are the president and chief financial officer, respectively, of MODACAD, INC., a California corporation (the "Corporation").
2. The following amendment of the articles of incorporation has been duly approved by the Board of Directors of the Corporation.
3. The following amendment of the articles of incorporation has been duly approved by the required vote of the shareholders of the Corporation in accordance with Section 902 of the California Corporations Code. The number of outstanding shares of the sole class of shares entitled to vote with respect to the amendment was 7,401,515, and the number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.
4. Article 1 of the articles of incorporation is hereby amended to read in its entirety as follows:

4

The name of this corporation is STYLECLICK.COM INC.

5. This certificate of amendment shall become effective on July 19, 1999.

We 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 our own knowledge.

Dated: July 16, 1999


MAURIZIO VECCHIONE, President


LEE FREEDMAN, Chief Financial Officer

