

03-15-2000

FORM PCT-1618
Expires 6/30/99
OMB 0651-0027

U.S. Department of Commerce
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TRADEMARK



101290023

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RECORDATION FORM COVER SHEET
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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non Recordation)
- Document ID#
- Correction of PTO Error
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Conveyance Type

- Assignment
- License
- Security Agreement
- Nunc Pro Tunc Assignment
- Merger
- Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/County

Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

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01 FC:481
02 FC:482

40.00 OP
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Mail documents to be recorded with required cover sheet(s) information to:
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Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number **312-321-4200**

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

3

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties

Enter the total number of properties involved.

#4

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41):

\$115.00

Method of Payment: Enclosed Deposit Account

Deposit Account

(enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#23-1925

Authorization to charge additional fees: Yes No

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. Charges to deposition account are authorized, as indicated herein.

Colleen C. Butler

Colleen C. Butler

Feb. 11, 2000

Name of Person Signing

Signature

Date Signed

FROM CORPORATION TRUST-DOVER, DE 302-674-8340 (THU) 12. 10 '98 11:51/ST. 11:50/NO. 4260103577 P 2

State of Delaware
Office of the Secretary of State

PAGE 1

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 AMENDMENT OF "FIRST VIRTUAL HOLDINGS INCORPORATED", CHANGING ITS NAME FROM "FIRST VIRTUAL HOLDINGS INCORPORATED" TO "MESSAGEMEDIA, INC.", FILED IN THIS OFFICE ON THE NINTH DAY OF DECEMBER, A.D. 1998, AT 5 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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AUTHENTICATION: 9451927
DATE: 12-10-98

**CERTIFICATE OF AMENDMENT OF
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF
FIRST VIRTUAL HOLDINGS INCORPORATED**

FIRST VIRTUAL HOLDINGS INCORPORATED, a Delaware corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Company"), does hereby certify.

FIRST: That the Board of Directors of the Company adopted a resolution proposing and declaring advisable the following amendment to the Amended and Restated Certificate of Incorporation of the Company:

RESOLVED: That **ARTICLE ONE** of the Company's Amended and Restated Certificate of Incorporation be, and it hereby is, amended and restated to read in its entirety as follows:

"The name of this corporation is MessageMedia, Inc."

RESOLVED: That the first and second sentences of **ARTICLE FOURTH** of the Company's Amended and Restated Certificate of Incorporation be, and it hereby is, amended and restated to read in its entirety as follows:

"A. The total number of shares which the Corporation shall have authority to issue is one hundred five million (105,000,000) shares of capital stock.

B. Of such authorized shares, one hundred million (100,000,000) shares shall be designated "Common Stock", and have a par value of \$0.01."

SECOND: That this Amendment has been duly approved and adopted by the stockholders of the Company in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

THIRD: That this Amendment has been duly approved and adopted by the directors of the Company in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

C:\TRUST\DOV\AMENDMENT TO CERT OF INC (1)DOC

FROM CORPORATION TRUST-DOVER, DE 302-674-8340 (THU) 12. 10. 98 11:51/ST. 11:50/NO. 4260103577 P 4

IN WITNESS WHEREOF, FIRST VIRTUAL HOLDINGS INCORPORATED has caused this Certificate to be signed by Keith Kendrick, its President, this 9th day of December, 1998.

FIRST VIRTUAL HOLDINGS INCORPORATED

By: *Keith Kendrick*
Keith Kendrick, President

ATTEST

By: *Lewis Silverberg*
Lewis Silverberg