

05-10-2000

Attorney Docket No. 19899-0

FORM PTO-1594
1-31-92

REC



U.S. DEPARTMENT OF COMMERCE
Patents and Trademark Office

To the Honorable Commissioner of Patents and Trademarks.

101351997

or copy thereof.

1. Name of conveying party(ies): 4-17-00
 Accompany, Inc.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State: Delaware
 Other
 Additional name(s) of conveying parties attached? Yes No

2. Name and address of receiving party(ies)
 Name: MobShop, Inc.
 Internal Address:
 Street Address: 208 Utah Street
 City: San Francisco State: CA ZIP: 94103
 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
 (Designation must be a separate document from Assignment)
 Additional names and addresses attached? Yes No

OPR/FINANCE
9:00 APR 17 AM 10:25

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other:
 Execution Date: March 20, 2000

4. Application Number(s) or Registration Number(s).
 A. Trademark Application No(s): See Attached
 B. Trademark Registration No(s):
 Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Marc M. Gorelnik
 TOWNSEND AND TOWNSEND AND CREW LLP
 Two Embarcadero Center, 8th Floor
 San Francisco, California 94111-3834
 Tel. No.: (415) 576-0200

6 Total number of applications and registrations involved: 29
 7 Total fee (37 CFR 3.41): \$740.00
 Enclosed Charge Fees to Deposit Account
 Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment, to deposit account.
 8 Deposit account number: 20-1430
 (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 is true and correct and any attached copy is a true copy of the original document
 Marc M. Gorelnik *Marc Gorelnik* April 13, 2000
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: 4

10. Change Correspondence Address to that of Part 5? Yes No

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover to:

05/10/2000 DMGUYEN 00000194 201430 75764251

Asst. Commissioner for Trademarks
Box: Assignments
Washington, D.C. 20231

01 FC:481 40.00 CH
02 FC:482 700.00 CH

SF 1085959 v

TRADEMARK APPLICATION NOS.

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76/009231
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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 AMENDMENT OF "ACCOMPANY, INC.", CHANGING ITS NAME FROM "ACCOMPANY, INC." TO "MOBSHOP, INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF MARCH, A.D. 2000, AT 9 O'CLOCK A.M.

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



3043360 8100

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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 0327941

DATE: 03-21-00

**CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION**

OF

ACCOMPANY, INC.

The undersigned hereby certifies that:

1. They are the duly elected and acting President and Secretary, respectively, of Accompany, Inc., a Delaware corporation.

2. The Certificate of Incorporation of this corporation was originally filed with the Secretary of State of Delaware on May 14, 1999.

3. Pursuant to Section 242 of the General Corporation Law of the State of Delaware, this Certificate of Amendment of Certificate of Incorporation amends Article I of this corporation's Certificate of Incorporation to read in full as follows:

"The name of this corporation is MobShop, Inc., (the "Corporation")."

4. The foregoing Certificate of Amendment of Certificate of Incorporation has been duly adopted by this corporation's Board of Directors and stockholders in accordance with the applicable provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

Executed at Menlo Park, California, March 20, 2000.


Jim Rose, President


Edmund S. Ruffin, Jr., Secretary