

06-28-2001

FORM PTO-1594
(Rev. 6-93)

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

101764523

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
 HomeGrocer.com, Inc. 6-22-01
 1445 120th Avenue, N.E.
 Bellevue, Washington 98005-2127

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - Delaware
 Other _____

Additional name(s) of conveying party(ies) attached? Yes
 No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: March 8, 2000

2. Name and address of receiving party(ies):
 Name: HomeGrocer.com, Inc.
 Internal Address: _____
 Street Address: 10230 N.E. Points Drive
 City: Kirkland State: WA ZIP 98033

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Liability Company _____
 Corporation - Washington
 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 name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
75/370,685 75/905,881
75/370,684 75/905,880
75/905,879

B. Trademark Registration No.(s)
2,272,971 2,317,222
2,402,762
2,350,756

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Cooley Godward LLP
 Internal Address: Debbi R. Stern, Esq.
5 Palo Alto Square
3000 El Camino Real
 City: Palo Alto State: CA ZIP 94306

6. Total number of applications and registration involved:
9

7. Total fee (37 CFR 3.41):.....
 \$ 240.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
03-3118 Att.: 232210-201
 (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.

Debbi Stern 6.18.01
 Debbi R. Stern Date

Total number of pages including cover sheet, attachments, and document: 5

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002321 FRAME: 0494

State of Delaware
Office of the Secretary of State

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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:

"HOMEGROCER.COM, INC.", A DELAWARE CORPORATION,
WITH AND INTO "HOMEGROCER.COM WASHINGTON, INC." UNDER THE NAME OF "HOMEGROCER.COM, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF WASHINGTON, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTH DAY OF MARCH, A.D. 2000, AT 1 O'CLOCK P.M.

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



3190156 8100M
001117631

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

Edward J. Freel, Secretary of State

AUTHENTICATION: 0303320
DATE: 03-08-00

...
suit or other proceedings. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is as follows: HomeGrocer.com, Inc., Attn: Kristin H. Stred, 10230 NE Points Drive, Kirkland, WA 98033-7879.

HomeGrocer.com Washington has caused the Certificate to be signed by Kristin H. Stred,
its authorized officer, this 7th day of March, 2000.

HomeGrocer.com Washington, Inc.

By: *Kristin Stred*
Secretary

STATE of WASHINGTON



SECRETARY of STATE

I, **RALPH MUNRO**, Secretary of State of the State of Washington and custodian of its seal,
hereby issue this

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

HOME GROCER.COM, INC.

I FURTHER CERTIFY that the records on file in this office show that the
above named profit corporation was formed under the laws of the
State of Washington and was issued a Certificate of Incorporation
in Washington on January 20, 2000.

I FURTHER CERTIFY that as of the date of this certificate, no Articles of Dissolution
have been filed, and that the corporation is duly authorized to
transact business in the corporate form in the State of Washington.



Date: March 8, 2000

*Given under my hand and the Seal of the State
of Washington at Olympia, the State Capital*

t/s 
Ralph Munro, Secretary of State

200-002