

04-23-2003



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

RI TRADEMARK 102428597

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies):

TechRepublic Holdings, Inc.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State 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: January 31, 2002

2. Name and address of receiving party(ies)

Name: CNET Networks, Inc. Internal Address:

Street Address: 235 Second Street, 4th Floor

City: San Francisco State: CA Zip: 94105

- 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 registration number(s):

A. Trademark Application No.(s) 76/252,394

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Kimberly G. Russell

Internal Address: Steinhart & Falconer LLP

Street Address: 333 Market Street, Suite 3200

City: San Francisco State: CA Zip: 94105

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

19-4215

OFFICE OF PUBLIC RECORDS FINANCE SECTION APR 2 AM 7:34

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DO NOT USE THIS SPACE

9. Signature. 40.00 CH

Kimberly G. Russell Name of Person Signing

Kim Russell Signature

April 15, 2002 Date

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

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

Delaware

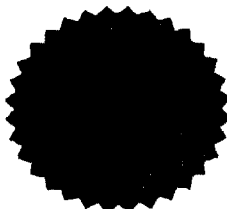
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"TECHREPUBLIC HOLDINGS, INC.", A DELAWARE CORPORATION, WITH AND INTO "CNET NETWORKS, INC." UNDER THE NAME OF "CNET NETWORKS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF MARCH, A.D. 2002, AT 4:31 O'CLOCK P.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2318920 8100M

AUTHENTICATION: 1644028

020144409

DATE: 03-04-02

TRADEMARK
REEL: 002715 FRAME: 0889

**CERTIFICATE OF OWNERSHIP AND MERGER
MERCING
TECHREPUBLIC HOLDINGS, INC.
INTO
CNET NETWORKS, INC.**

**STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:31 PM 03/01/2002
020144409 - 2318920**

CNET Networks, Inc., a Delaware corporation (the "Corporation") does hereby certify:

FIRST: That the Corporation owns all of the outstanding shares of the outstanding capital stock of TechRepublic Holdings, Inc., a corporation incorporated pursuant to the Delaware General Corporation Law in the State of Delaware.

SECOND: That the Corporation, by the following resolutions of its Board of Directors, duly adopted at a meeting held on January 22, 2002, voted to merge TechRepublic Holdings, Inc. into the Corporation in accordance with the requirements of Section 253(a) of the General Corporation Law of the State of Delaware:

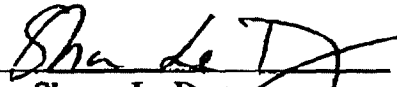
WHEREAS, in order to (a) create a legal structure that more accurately replicates the operational structure of the businesses and (b) reduce the administrative burden and costs of maintaining separate legal entities and of providing for separate financial reporting for separate legal entities, the Board of Directors has determined that it is in the best interests of the Corporation to merge TechRepublic Holdings, Inc. with the Corporation.

RESOLVED, that the Board of Directors of the Corporation hereby approves the merger of TechRepublic Holdings, Inc., a wholly owned subsidiary, into the Corporation with the Corporation as the surviving entity and the assumption by the Corporation of the obligations of TechRepublic Holdings, Inc.;

FURTHER RESOLVED, that the merger shall be effective upon the filing of a Certificate of Ownership and Merger with the Secretary of State of Delaware;

FURTHER RESOLVED, that the proper officer of this corporation be and he or she is hereby directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge said TechRepublic Holdings, Inc. and assume its liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in anywise necessary or proper to effect said merger.

IN WITNESS WHEREOF, said CNET Networks, Inc. has caused this Certificate to be signed by Sharon Le Duy, its Senior Vice President and General Counsel, this 31st day of January, 2002.


By: Sharon Le Duy
Senior Vice President and
General Counsel

In the Matter of:

CNET Networks, Inc

Mark:

REAL WORLD, REAL TIME, REAL I.T.

Date Mailed

4-15-2003

Due Date

The following has been received in the U.S. Trademark Office on the date stamped hereon

- Oath/Declaration
- Power of Attorney
- Statement of Use & 3 Identical Specimens
- Request for Extension of Time to File Statement of Use
- Amendment to Allege Use & 3 Identical Specimens
- Assignment
- Letter (transmittal)
- Notice of Appeal
- Response to Office Action
- Request for Extension of Time to File Opposition
- ~~Request for~~ Recommendation form on Sheet
- ITU Trademark Application
- Trademark Appln. & 3 Identical Specimens
- Notice of Change of Address
- Sec. 8 & 15 Affidavits and Specimen
- Trademark Renewal Appln. and Specimen
- Notice of Opposition
- Express Mail Certificate of mailing
- Other Cert of Search paid Mosen Moving Tech Republic Holdings, Inc into CNET Networks, Inc.

STEINHART & FALCONER LLP

A LIMITED LIABILITY PARTNERSHIP

ATTORNEYS

333 MARKET STREET, THIRTY-SECOND FLOOR
SAN FRANCISCO, CALIFORNIA 94105-2150

WWW.STEINHART.COM

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E-MAIL: KRUSSELL@STEINHART.COM

TELEPHONE: (415) 777-3999
FACSIMILE: (415) 442-0856

CERTIFICATE OF MAILING

I hereby certify that this correspondence is being deposited with the United States Postal Service as First Class mail in an envelope addressed to: Box Assignments, USPTO, Crystal Gateway 4,1213 Jefferson Davis Hwy., Suite 320, Washington, D.C. 20231 on the date shown below:

Date: April 15, 2003

By:


Elonda Kay Lloyd

April 15, 2003

BOX ASSIGNMENTS

U.S. Patent and Trademark Office
Assignment Division
Crystal Gateway 4
1213 Jefferson Davis Hwy., Suite 320
Washington, D.C. 20231

Re: CNET Networks, Inc.
Mark: REAL WORLD, REAL TIME, REAL I.T.
Conveying Party: TechRepublic Holdings, Inc.
Receiving Party: CNET Networks, Inc.
Application Serial No. 76/252,394
International Classes: 16 and 42
Attorney Reference No.: 14766-1107

Dear Sirs:

Steinhart & Falconer LLP represents CNET Networks, Inc. Enclosed is a PTO Recordation Form Cover Sheet to effect the recordal of the merger from TechRepublic Holdings, Inc. to CNET Networks, Inc. for the above-referenced application. We also enclose a copy of the Certificate of Ownership and Merger Merging TechRepublic Holdings, Inc. into CNET Networks, Inc.

BOX ASSIGNMENTS

U.S. Patent and Trademark Office

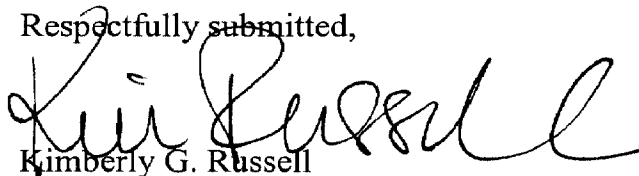
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Please charge the recordation fee of \$40.00 to the Deposit Account of Steinhart & Falconer, No. 19-4215 (Attorney Ref. No.: 14766-1002). Please charge any additional fees that may be due or credit any overpayment to the same Deposit Account.

Please date stamp and return the enclosed postcard indicating receipt of the Certificate of Ownership and Merger and the PTO Recordation Form Cover Sheet.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Kim Russell", written in a cursive style.

Kimberly G. Russell

KGR/meb
Enclosures