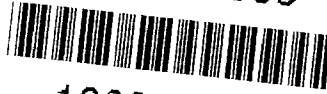


07-12-2005



REC-1
TRADEMARK
103038491

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

7.05

1. Name of conveying party(ies):

Exact Advertising, LLC

- Individual(s)
- General Partnership
- Corporation- State: _____
- Other Limited Liability Company
- Association
- Limited Partnership

Citizenship (see guidelines) Delaware

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) 7/1/05

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Innovation Interactive LLC

Internal

Address: _____

Street Address: 18 West 18th Street

City: New York

State: New York

Country: U.S.A. Zip: 10011

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other Limited Liability Company

Citizenship _____
Citizenship _____
Citizenship _____
Citizenship _____
Citizenship Delaware
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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)
78623973

B. Trademark Registration No.(s)
2596752

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

SEARCHINSIGHT & Design
TRAFFIC MART

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

Name: Stanton J. Lovenworth, Esq.

Internal Address: _____

Street Address: Dewey Ballantine LLP
1301 Avenue of the Americas

City: New York

State: New York Zip: 10019

Phone Number: 212-259-6420

Fax Number: 212-259-6333

Email Address: slovenworth@dbllp.com

6. Total number of applications and registrations involved:

14

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 365.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____
Authorized User Name _____

9. Signature:

Stanton J. Lovenworth
Signature

July 6, 2005
Date

Stanton J. Lovenworth
Name of Person Signing

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

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

07/12/2005 6TON11 00000074 78623973

01 FC:8521 40.00 OP
02 FC:8522 325.00 OP

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Continuation of Item 4 to the Recordation Form Cover Sheet - Trademarks Only
List of Additional Trademark Applications and Registrations

A.

78623867
78655777
78397104
78396943

B.

2592217
2753090
2627724
2504755
2601247
2947928
2649013
2576352

C.

Applications:

FULL CIRCLE SEARCH & Design
INNOVATION INTERACTIVE & Design
EXACT SEARCH & Design
EXACT ADVERTISING & Design

Registrations:

RAWHIDE INTERNET SERVICES
RAWHIDE SEARCH SOLUTIONS
WEBYAH YOU ARE HERE & Design
TRAFFIC BOSS
SEARCH PARTNER ALLIANCE
BRAINFOX & Design
STRATEGYBOSS
SEARCH BOSS

NY1 943735v1

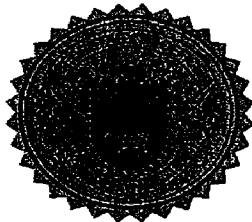
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Delaware

PAGE 1

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 AMENDMENT OF "EXACT ADVERTISING, LLC", CHANGING ITS NAME FROM "EXACT ADVERTISING, LLC" TO "INNOVATION INTERACTIVE LLC", FILED IN THIS OFFICE ON THE FIRST DAY OF JULY, A.D. 2005, AT 1:46 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3995534

3523730 8100

050551280

DATE: 07-01-05

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REEL: 003190 FRAME: 0824

003/003
State of Delaware
Secretary of State
Division of Corporations
Delivered 01:46 PM 07/01/2005
FILED 01:46 PM 07/01/2005
SRV 050551280 - 3523730 FILE

**CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF FORMATION
OF
EXACT ADVERTISING, LLC**

Under Section 18-202 of the
Delaware Limited Liability Company Act

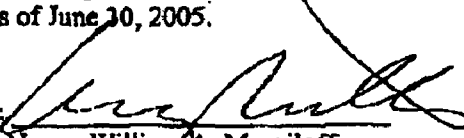
eXact Advertising, LLC, a limited liability company formed and existing under the laws of the State of Delaware (the "Company"), hereby certifies as follows:

FIRST: The name of the Company is eXact Advertising, LLC.

SECOND: The Certificate of Formation of the Company is hereby amended to change the name of the Company from eXact Advertising, LLC to Innovation Interactive LLC.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment to the Certificate of Formation as of June 30, 2005.

By:



Name: William A. Margiloff
Title: Managing Member

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