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Box Assignments

Commissioner of Patents and Trademarks
Washington, D.C. 20231

- Express Mail No.
- First Class Mail

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

1. Name of conveying party(ies):
Greenfield Online, Inc.
274 Riverside Avenue
Westport, CT 06880-4807

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

2. Name and address of receiving party(ies):
Name: Greenfield Online, Inc.
Internal Address: _____
Street Address: 274 Riverside Avenue
Westport, CT 06880-4807
Additional name(s) & address(es) attached? Yes No

MAY 10 PM 12:00
OPS/FINANCE

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

Execution Date: February 25, 2000

4. Application number(s) or patent number(s):
If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s)
09/314,085
09/236,143

B. Patent No.(s)

Additional numbers attached? Yes No

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

Bourque & Associates, P.A.
835 Hanover Street, Suite 303
Manchester, NH 03104

05/03/2000 JJALLAH2 00000062 09314085
01 FC:581 80.00 DP

6. Total number of applications and patents involved: [1]

7. Total fee (37 CFR 3.41):..... \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
02-3285
(Attach duplicate copy of this page if paying by deposit account)

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.

Daniel J. Bourque
Name of Attorney of Record
Attorney Registration No. 35,457

Signature

4-7-00
Date

Total number of pages including cover sheet, attachments and document: [6]

State of Delaware

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 MERGER OF "GFOL, INC.", CHANGING ITS NAME FROM "GFOL, INC." TO "GREENFIELD ONLINE, INC.", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF FEBRUARY, A.D. 2000, AT 8:30 O'CLOCK A.M.



Handwritten signature of Edward J. Freel in cursive script.

Edward J. Freel, Secretary of State

3182535 8100

001094707

AUTHENTICATION:

0279198

DATE:

02-25-00

FROM MCM:AT

REG: 2 25'00 9:17/ST. 9:17/NO. 4261916354 P 2

CERTIFICATE OF MERGER

MERGING

GREENFIELD ONLINE, INC.

INTO

GFOL, INC.

Pursuant to Section 252 of the
Delaware General Corporation Law

The undersigned corporation organized and existing under
and by virtue of the General Corporation Law of the State of
Delaware,

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation
of each of the constituent corporations in the merger
are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Greenfield Online, Inc.	Connecticut
GFOL, Inc.	Delaware

SECOND: That an Agreement of Merger between the
parties to the merger has been approved, adopted,
certified, executed and acknowledged by each of the
constituent corporations in accordance with the
requirements of Section 252 of the General Corporation
Law of the State of Delaware.

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 08:30 AM 02/25/2000
001094019 - 3182535

FROM MEMO

(FR.) 2.25'00 9:18/ST. 9:17/NO. 4261916354 P. 3

THIRD: That GFOL, Inc. shall be the surviving corporation. The certificate of incorporation of GFOL, Inc. shall be amended in the merger to change the name of the corporation to Greenfield Online, Inc. Consequently, the name of the surviving corporation shall be Greenfield Online, Inc.

FOURTH: That the certificate of incorporation of GFOL, Inc. shall be amended as set forth below, and as so amended, shall thereafter be the certificate of incorporation of the surviving corporation:

(a) Article First of the Certificate of Incorporation is deleted in its entirety and replaced with the following:

First: The name of the Corporation is Greenfield Online, Inc.

FIFTH: That the executed Agreement and Plan of Merger is on file at an office of the surviving corporation. The address of such office is 15 River Road, Wilton, Connecticut 06897.

SIXTH: That a copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.


SEVENTH: That the authorized capital stock of Greenfield Online, Inc., a Connecticut corporation, consists of 4,000,000 shares of Class A Common Stock, par value \$.01 per share 15,000,000 shares of Class B Common Stock, par value \$.01 per share.

EIGHTH: That the merger shall be effective at 10:00 AM on February 25, 2000.

ROM MVAAT (FRI) 2.25'00 9:16/ST. 9:17/NO. 4261916354 P 4

In witness whereof, GFOL, Inc. has caused this Certificate of Merger to be executed by its duly authorized officer this 24th day of February, 2000.

GFOL, INC.

By: 
Name: Jonathan A. Flatow
Title: Secretary

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GREENFIELD ONLINE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIFTH DAY OF FEBRUARY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0279176

DATE: 02-25-00

TOTAL P.06

03/13/00 MON 10:43 PATENT [REDACTED] NO 7183

RECORDED: 04/10/2000

REEL: 010745 FRAME: 0474