PATENT ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/27/2001

CONVEYING PARTY DATA

Name	Execution Date
E Guide, Inc.	12/20/2000

RECEIVING PARTY DATA

Name:	Gemstar Development Corporation
Street Address:	2830 De La Cruz Boulevard
City:	Santa Clara
State/Country:	CALIFORNIA
Postal Code:	95050

PROPERTY NUMBERS Total: 1

Property Type	Number
Application Number:	13372888

CH $40.00 13372888

CORRESPONDENCE DATA

Fax Number:	(617)235-9492
Phone:	2125969000
Email:	joy.chapman@ropesgray.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name:	Ropes & Gray LLP
Address Line 1:	1211 Ave. of the Americas
Address Line 2:	Docketing Dept.
Address Line 4:	New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	004029-0084-103
NAME OF SUBMITTER:	Joy Chapman

Total Attachments: 4
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State of California

OFFICE OF THE SECRETARY OF STATE

SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 3 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

APR 0 3 2001

Bill Jones

Secretary of State

THE GREAT SEAL OF THE STATE OF CALIFORNIA
EUREKA

Sec/State Form CE-107 (rev. 9/98)

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ENDORSED - FILED
in the office of the Secretary of State
of the State of California

MAR 27 2001

BILL JONES, Secretary of State

AGREEMENT OF MERGER

This Agreement of Merger is entered into between GEMSTAR DEVELOPMENT CORPORATION, a California corporation (herein "***Surviving Corporation***") and E GUIDE, INC., a California corporation (herein "***Merging Corporation***").

1. Merging Corporation shall be merged into Surviving Corporation.

2. The outstanding shares of Merging Corporation shall be canceled without consideration.

3. The outstanding shares of Surviving Corporation shall remain outstanding and are not affected by the merger.

4. Merging Corporation shall from time to time, as and when requested by Surviving Corporation, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this merger.

5. The effect of the merger and the effective date of the merger are as prescribed by law.

IN WITNESS WHEREOF the parties have executed this Agreement.

GEMSTAR DEVELOPMENT CORPORATION,
a California corporation

By: ______________________
Elsie Ma Leung, President and
Chief Financial Officer

GEMSTAR DEVELOPMENT CORPORATION,
a California corporation

By: ______________________
Stephen A. Weiswasser, Secretary

E GUIDE, INC.
a California corporation

By: ______________________
Stephen A. Weiswasser, President,
Chief Financial Officer and Secretary

CERTIFICATE OF APPROVAL
OF
AGREEMENT OF MERGER

ELSIE MA LEUNG and STEPHEN A. WEISWASSER, certify that:

1. They are the Chief Financial Officer, President and Secretary of GEMSTAR DEVELOPMENT CORPORATION, a California corporation.
2. The Agreement of Merger in the form attached was duly approved by the Board of Directors and shareholders of the corporation.
3. The shareholder approval was by the sole shareholder of 100% of the outstanding shares of the corporation.
4. There is only one class of shares and the number of shares outstanding is 103,500.

I further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of my knowledge.

Dated: 12/20/00

ELSIE MA LEUNG, Chief Financial Officer and President

STEPHEN A. WEISWASSER, Secretary

CERTIFICATE OF APPROVAL
OF
AGREEMENT OF MERGER

I, STEPHEN A. WEISWASSER, certify that:

1. That I am the President, Chief Financial Officer and Secretary of E GUIDE, INC., a California corporation.

2. The Agreement of Merger in the form attached was duly approved by the Board of Directors and shareholders of the corporation.

3. The shareholder approval was by the sole shareholder of 100% of the outstanding shares of the corporation.

4. There is only one class of shares and the number of shares outstanding is 248,370.

I further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of my knowledge.

Dated: 12/20/00

STEPHEN A. WEISWASSER, President,
Chief Financial Officer and Secretary