



07-12-2000

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To U.S. Patent & TMO/TM Mail Rpt Dt. #22 Patents
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ached original documents or copy

1. Name of conveying party(ies): WRD
Echo Online Networks, Inc. 6-8-00

Individual(s) Association

General Partnership Limited Partnership

Corporation-State: California

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 17, 2000

2. Name and address of receiving party(ies):

Name: QuinStreet, Inc.

Internal Address: _____

Street Address: 2750A El Camino Real

City: Redwood City State: CA ZIP 94061

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation-State California

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)
75/920,743

Additional numbers attached? Yes No

B. Trademark Registration No.(s)

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

Name: Deborah A. Davis, Esq.

Internal Address: _____

Street Address: Cooley Godward LLP
One Maritime Plaza, 20th Floor

City: San Francisco State: CA ZIP 94111-3580

6. Total number of applications and registration involved: 1

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

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: _____

(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.

Deborah A. Davis
Deborah A. Davis

6/5/2000
Date

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

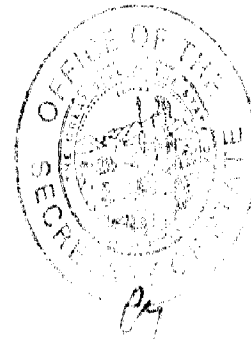
Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

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State of California



SECRETARY OF STATE

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

That the attached transcript of 2 page(s) was prepared by and in this office from the record on file, 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

MAY 26 2000



Bill Jones

Secretary of State

A0541870

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**CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
ECHO ONLINE NETWORKS, INC.**

FILED
In the office of the Secretary of State
of the State of California

MAR 20 2000

Bill Jones
BILL JONES, Secretary of State

The undersigned certify that:

1. They are the President and the Secretary, respectively, of ECHO ONLINE NETWORKS, INC., a California corporation.

2. Article I of the Articles of Incorporation of this corporation is amended to read in full as follows:

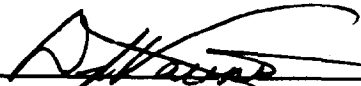
"The name of the corporation is QUINSTREET, INC."

3. The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Directors.

4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the California Corporations Code. The total number of outstanding shares of the corporation entitled to vote with respect to the amendment is ten million six hundred eighty three thousand two hundred twenty-five (10,683,225) shares of Common Stock and five million three hundred five thousand fourteen (5,305,014) shares of Series A Preferred. The percentage vote required was a majority of the outstanding shares of Common Stock and Preferred Stock voting together as a single class. The number of shares voting in favor of the amendment equaled or exceeded the vote required.

We 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 our own knowledge.

Date: March 17, 2000



DOUGLAS J. VALENTI
President



CHRISTOPHER A. WESTOVER
Secretary



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