

02-28-2002

FORM PTO-1594



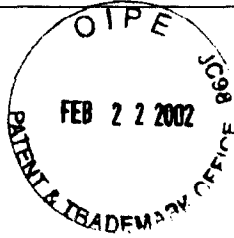
U.S. Department of Commerce
Patent and Trademark Office
Attorney Docket No. 6300.1019

101995657

To the Honorable Commissioner of Patents and Trademarks. Please return this form with original documents or copy thereof.

1. Name(s) of conveying party(ies):
GeoCities

- Individual(s)
- Association
- Limited Partnership
- Corporation
- General Partnership
- Other:



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

3. Nature of conveyance:

2:22:02

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

Execution Date: December 13, 2001

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

Name: Yahoo! Inc.
Address: 701 First Avenue
Sunnyvale, CA 94089

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation Delaware
- Other:

If assignee is not domiciled in the United States, a domestic representative 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 Number(s):

See Schedule A

B. Trademark Registration Number(s):

See Schedule A

Additional numbers attached? Yes No

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

Name: Jonathan M. Gelchinsky
Address: FINNEGAN, HENDERSON, FARABOW,
GARRETT & DUNNER, L.L.P.
1300 I Street, N.W.
Washington, D.C. 20005-3515

6. Total number of applications and registrations involved: 17

7. Total fee (37 CFR 3.41): \$440

- Enclosed
- Authorized to be charged to deposit account
- Authorized to be charged to deposit account only if fee is deficient

8. Deposit Account No.: 06-0916

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.

Jonathan M. Gelchinsky

Name of person signing

Jonathan Gelchinsky
Signature

February 22, 2002

Date

Total number of pages including cover sheet, attachments and documents: 5

280997_1.DOC

02/27/2002 6TON11 00000128 74635629

01 FC:481 40.00 OP
02 FC:482 400.00 OP

TRADEMARK
REEL: 002456 FRAME: 0667

Schedule A

Merger of GeoCities into Yahoo! Inc.

Mark	Application Number	Application Date	Registration Number	Registration Date
CYBERSET (Stylized)	74/635,629	2/17/1995	2,154,419	5/5/1998
G GEOCITIES (Stylized)	75/602,795	12/10/1998	2,424,483	1/30/2001
GEOBUILDER	75/559,494	9/25/1998	2,301,952	12/21/1999
GEOCITIES	75/034,378	12/19/1995	2,124,762	12/30/1997
GEOCITIES (Chinese Characters)	76/237,648	4/9/2001		
GEOCITIES (Stylized)	75/602,796	12/10/1998	2,424,484	1/30/2001
GEOGUIDE	75/657,586	3/10/1999	2,405,349	11/21/2000
GEOMAIL	75/719,799	6/2/1999	2,343,477	4/18/2000
GEOPAGES	74/672,239	5/11/1995	2,155,938	5/12/1998
GEOPLUS	75/244,225	2/19/1997	2,310,181	1/25/2000
GEOPOINTS	75/244,220	2/19/1997	2,222,193	2/9/1999
GEOREWARDS	75/244,226	2/19/1997	2,289,762	11/2/1999
GESHOPS	75/440,219	2/25/1998	2,294,061	11/23/1999
GESTORE	75/244,236	2/19/1997	2,247,000	5/25/1999
GEOTICKETS	75/244,227	2/19/1997	2,219,961	1/26/1999
GGEOWORLD	75/244,221	2/19/1997	2,156,507	5/12/1998
YOUR HOME ON THE WEB	75/453,204	3/19/1998	2,348,061	5/9/2000

Thursday, February 21, 2002

Page 1 of 1

State of Delaware
Office of the Secretary of State

PAGE 1

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:

"GEOCITIES", A DELAWARE CORPORATION,

WITH AND INTO "YAHOO! INC." UNDER THE NAME OF "YAHOO! INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTEENTH DAY OF DECEMBER, A.D. 2001, AT 9 O'CLOCK A.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

3011436 8100M

AUTHENTICATION: 1506937

010645523

DATE: 12-17-01

TRADEMARK
REEL: 002456 FRAME: 0669

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 12/14/2001
010645523 - 3011436

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

GeoCities

(a Delaware Corporation)

into

Yahoo! Inc.

(a Delaware Corporation)

**(PURSUANT TO SECTION 253 OF THE DELAWARE
GENERAL CORPORATION LAW)**

Yahoo! Inc., a corporation organized and existing under the laws of the State of Delaware (the "Company"), does hereby certify:

1. The Company was incorporated on March 24, 1999 pursuant to the Delaware General Corporation Law.
2. The Company is the owner of all of the outstanding shares of each class of capital stock of GeoCities, a Delaware corporation ("Subsidiary").
3. The Company, by the following resolutions adopted on December 11, 2001 by the Board of Directors of the Company, merges Subsidiary into the Company:

Short-Form Merger with GeoCities

RESOLVED: That the Board of Directors of the Company deems it to be advisable and in the best interests of the Company and its stockholders that the Company merge into itself its wholly-owned subsidiary, GeoCities (the "Subsidiary"), and assume all of Subsidiary's liabilities and obligations.

RESOLVED FURTHER: That, in accordance with the Delaware General Company Law, the proper officers of the Company are hereby authorized to execute and acknowledge a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge Subsidiary into the Company and to assume Subsidiary's liabilities and obligations and the date of adoption thereof and to file such Certificate of Ownership and Merger with the Delaware Secretary of State and record such certificate in the office of the recorder of each county in which the registered office of the Company and the Subsidiary is located.


Omnibus Resolution

RESOLVED: That the proper officers of the Company are hereby authorized to take such other actions and sign such other documents as may be necessary or appropriate to carry out the intent of the foregoing resolutions, hereby ratifying any and all such actions taken by such officers prior to the date hereof.

Executed on December 13, 2001.

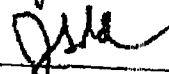
Yahoo! Inc.

By: _____



Jeffrey Mallett,
President

By: _____



John Sobel,
Secretary