

12/24/03

12-31-2003



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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies): Instinet Technologies Limited Partnership... Association Limited Partnership

2. Name and address of receiving party(ies) Name: Instinet Corporation... Street Address: 3 Times Square... City: New York State: NY Zip: 10036

3. Nature of conveyance: Merger... Execution Date: 12/1/2003

4. Application number(s) or registration number(s): A. Trademark Application No.(s) See Attached List

B. Trademark Registration No.(s) See Attached List

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Cathy L Lueders... Internal Address: Instinet Corporation... Street Address: 3 Times Square... City: New York State: NY Zip: 10036

6. Total number of applications and registrations involved: 64... 7. Total fee (37 CFR 3.41)... \$ 1,615.00 Enclosed

8. Deposit account number: OPR/ FINANCE 103 DEC 24 AM 7:30

DO NOT USE THIS SPACE

9. Signature. Cathy L Lueders Name of Person Signing

Cathy L Lueders Signature

12/19/03 Date

Total number of pages including cover sheet, attachments, and document: 17

12/30/2003 MUELLER 00000183 2355285

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

01 FC:0521 40.00 DP 02 FC:0522 1575.00 DP

TRADEMARK REEL: 002883 FRAME: 0970

SCHEDULE A

<u>Trademark</u>	<u>Application/Registration Number</u>
BEST KEY DISCRETIONARY PRICING	2,355,285
BEST ON THE BLOCK	2,350,289
BIG ARENA	2,625,729
BROKERSHARE	78/232,320
CHANGING THE RULES OF ENGAGEMENT	2,579,607
THE DESTINATION FOR MONEY MANAGERS	76/229,419
EXECUTION QUALITY TRACKER	76/334,255
FLOATING WINPEG	76/446,550
IMPLEMETRIX	2,700,853
INSTINET (stylized)	78/235,536
INSTINET. THE INSTITUTIONAL BROKER.	78/289,048
INSTINET A.M. & DESIGN	2,742,625
INSTINET P.M. & DESIGN	2,742,624
INSTINET EXPRESS TRADE	76/158,910
INSTINET EXPRESS TRADER GROUP	76/159,234
IN PURSUIT OF BEST EXECUTION	76/037,876
INSTINET (word)	2,542,115
INSTINET (word)	2,448,706

**SCHEDULE A
(Continued)**

<u>Trademark</u>	<u>Application/Registration Number</u>
INSTINET (word)	2,537,585
INSTINET (word)	1,299,977
INSTINET (word)	2,491,794
INSTINET (word)	2,616,196
INSTINET (word)	2,338,502
INSTINET (stylized)	1,716,762
INSTINET (stylized)	915,261
INSTINET (stylized)	78/235,536
INSTINET ADVANCE	78/262,124
INSTINET A.M.	75/778,335
INSTINET AFTER HOURS	75/778,333
INSTINET CLASSIC	76/051,173
INSTINET CLASSIC GLOBAL PLAYERS. WORLD-CLASS PERFORMANCE and DESIGN	2,713,995
INSTINET CROSSING	2,346,868
INSTINET CROSSING	2,357,084
INSTINET FX CROSS	76/391,271
INSTINET GLOBAL CROSSING	76/391,681
INSTINET IDX	78/316,941
INSTINET P.M.	2,742,443
INSTINET PRE-MARKET	75/778,338

**SCHEDULE A
(Continued)**

<u>Trademark</u>	<u>Application/Registration Number</u>
INSTINET TRADING PORTAL	76/391,263
NEWPORT	76/376,115
NOTHING COMES BETWEEN YOU AND THE BEST PRICE	2,464,388
INSTINET BOOKMARK	76/072,768
OPEN INSTINET BOOKMARK	76/073,065
PERFORMANCE IN THE FINANCIAL ARENA	2,690,506
RESEARCHWORKS	76/202,336
RESEARCHWORKS	76/229,418
THE CROSSING NETWORK	1,749,129
SELECT INDUSTRY RESEARCH	76/229,414
TRADER XQ	76/433,211
TREND FILTER	76/229,294
WELCOME TO THE BIG ARENA	2,625,722
WINPEG	76/339,944
XQ INSTINET	76/436,005
XQ SURVEY	76/435,316
XQ TRACKER	76/334,787
DESIGN	2,427,529

SCHEDULE A
(Continued)

<u>Trademark</u>	<u>Application/Registration Number</u>
DESIGN	2,389,545
DESIGN	2,435,849
DESIGN	2,393,118
DESIGN	2,448,304
DESIGN	2,449,911
DESIGN	2,439,365
DESIGN	2,441,539
DESIGN	2,440,042

State of Delaware
 Secretary of State
 Division of Corporations
 Delivered 04:15 PM 11/25/2003
 FILED 03:59 PM 11/25/2003
 SRV 030760149 - 3227865 FILE

CERTIFICATE OF MERGER

of

INSTINET TECHNOLOGIES LIMITED PARTNERSHIP
 (a Massachusetts limited partnership)

with and into

INSTINET CORPORATION
 (a Delaware corporation)

Pursuant to the provisions of Section 251(c) and 263 of the Delaware General Corporation Law (the "DGCL"), Instinet Corporation, a Delaware corporation ("ICorp"), hereby certifies the following information relating to the merger (the "Merger") of Instinet Technologies Limited Partnership, a Massachusetts limited partnership ("ITLP"), with and into ICorp:

FIRST: The names and states of incorporation or formation of the constituent entities (the "Constituent Entities") in the Merger are:

<u>Name</u>	<u>State of Incorporation/Formation</u>
Instinet Corporation	Delaware
Instinet Technologies Limited Partnership	Massachusetts

SECOND: The Agreement and Plan of Merger, by and among ITLP and ICorp, dated as of November 24, 2003 (the "Merger Agreement"), setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Entities in accordance with Section 251 and 263 of the DGCL.

THIRD: The name of the corporation surviving the Merger (the "Surviving Corporation") shall remain "Instinet Corporation".

FOURTH: The certificate of incorporation of ICorp, as in effect immediately prior to the effective time of the Merger, shall be the certificate of incorporation of the Surviving Corporation.

FIFTH: The executed Merger Agreement is on file at the principal place of business of the Surviving Corporation, whose address is 3 Times Square, New York, NY 10036.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of ICorp or to any partner of ITLP.

W/779264V6

SEVENTH: That this Certificate of Ownership and Merger shall become effective at 12:15 A.M. EST on December 1, 2003.

IN WITNESS WHEREOF, Instinet Corporation has caused this Certificate of Merger to be executed by its duly authorized officer on November 24, 2003.

INSTINET CORPORATION

By: 
Name: John Jay
Title: Chief Financial Officer

CERTIFICATE OF MERGER

of

INSTINET TECHNOLOGIES LIMITED PARTNERSHIP

(a Massachusetts limited partnership)

with and into

INSTINET CORPORATION

(a Delaware corporation)

Pursuant to the provisions of Section 251(c) and 263 of the Delaware General Corporation Law (the "DGCL"), Instinet Corporation, a Delaware corporation ("ICorp"), hereby certifies the following information relating to the merger (the "Merger") of Instinet Technologies Limited Partnership, a Massachusetts limited partnership ("ITLP"), with and into ICorp:

FIRST: The names and states of incorporation or formation of the constituent entities (the "Constituent Entities") in the Merger are:

<u>Name</u>	<u>State of Incorporation/Formation</u>
Instinet Corporation	Delaware
Instinet Technologies Limited Partnership	Massachusetts

SECOND: The Agreement and Plan of Merger, by and among ITLP and ICorp, dated as of November 24, 2003 (the "Merger Agreement"), setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Entities in accordance with Section 251 and 263 of the DGCL.

THIRD: The name of the corporation surviving the Merger (the "Surviving Corporation") shall remain "Instinet Corporation".

FOURTH: The certificate of incorporation of ICorp, as in effect immediately prior to the effective time of the Merger, shall be the certificate of incorporation of the Surviving Corporation.

FIFTH: The executed Merger Agreement is on file at the principal place of business of the Surviving Corporation, whose address is 3 Times Square, New York, NY 10036.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of ICorp or to any partner of ITLP.

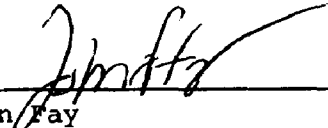
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TRADEMARK
REEL: 002883 FRAME: 0978

SEVENTH: That this Certificate of Ownership and Merger shall become effective at 12:15 A.M. EST on December 1, 2003.

IN WITNESS WHEREOF, Instinet Corporation has caused this Certificate of Merger to be executed by its duly authorized officer on November 24, 2003.

INSTINET CORPORATION

By: 
Name: John Fay
Title: Chief Financial Officer

MA SOC Filing Number: 200356892830 Date: 11/25/2003

NOV-25-2003 16:12

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P.02/04

CERTIFICATE OF MERGER/CANCELLATION
OF
INSTINET TECHNOLOGIES LIMITED PARTNERSHIP
WITH AND INTO
INSTINET CORPORATION

UNDER SECTION 16A of CH. 109 OF THE
BUSINESS CORPORATION LAW
OF THE COMMONWEALTH OF MASSACHUSETTS

Pursuant to Section 16A of Ch. 109 of the Business Corporation Law of the Commonwealth of Massachusetts (the "MBCL"), Instinet Corporation, a Delaware corporation ("ICorp"), hereby certifies the following information relating to the merger of Instinet Technologies Limited Partnership ("ITLP"), a Massachusetts limited partnership, with and into ICorp (the "Merger"):

FIRST: The names and jurisdictions of formation of ITLP and ICorp, which are the constituent entities in the Merger (the "Constituent Entities") are:

<u>Name</u>	<u>Jurisdiction</u>
Instinet Technologies Limited Partnership	Massachusetts
Instinet Corporation	Delaware

SECOND: The Agreement and Plan of Merger (the "Merger Agreement"), by and among ICorp and ITLP, dated as of November 24, 2003, setting forth the terms and conditions of the Merger, has been adopted and executed in accordance with law by each of ITLP and ICorp.

W7788981v4

THIRD: The name of the surviving entity of the Merger is "Instinet Corporation" (the "Surviving Company").

FOURTH: The Merger shall become effective as of 12:15 am EST on December 1, 2003.

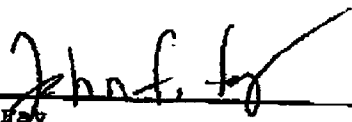
FIFTH: The executed Merger Agreement is on file at the office of the Surviving Company located at 3 Times Square, New York, NY 10036.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Company, on request and without cost, to any general or limited partner of ILLP or to anyone holding an interest in ICorp.

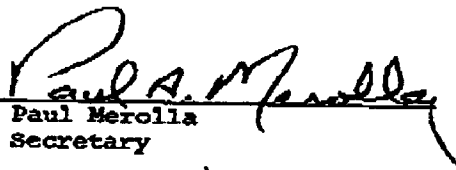
SEVENTH: The Surviving Company irrevocably appoints the state secretary to be its true and lawful attorney upon whom all lawful process in any action or proceeding in the commonwealth may be served in the manner set forth in section 15 of Chapter 181 of the MBCL, relative to foreign corporations.

IN WITNESS WHEREOF, Instinet Corporation has caused this Certificate of Merger to be executed on the 29th day of November, 2003.

INSTINET CORPORATION

By: 
Name: John Fay
Title: Chief Financial Officer

INSTINET GLOBAL HOLDINGS, INC.
The General Partner of Instinet
Technologies Limited Partnership

By: 
Name: Paul Merolla
Title: Secretary

MA SOC Filing Number: 200356892830 Date: 11/25/2003

THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are

deemed to have been filed with me on:
November 25, 2003

Effective Date: December 1st, 2003



WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

Delaware

PAGE 1

The First State

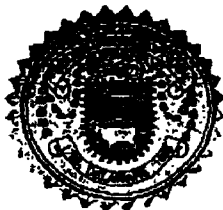
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"INSTINET TECHNOLOGIES LIMITED PARTNERSHIP", A MASSACHUSETTS LIMITED PARTNERSHIP,

WITH AND INTO "INSTINET CORPORATION" UNDER THE NAME OF "INSTINET CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIFTH DAY OF NOVEMBER, A.D. 2003, AT 3:59 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF DECEMBER, A.D. 2003, AT 12:15 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

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AUTHENTICATION: 2772931

030760149

DATE: 11-25-03

RECORDED: 12/24/2003

TRADEMARK
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