

5-26-98

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To the Honorable Commissioner of Patents

100730039

Send original documents or copy thereof.

1. Name of conveying party(ies):

CyberSource Corporation

- Individual(s)
 - General Partnership
 - Corporation-State
 - Other _____
- Association
 - Limited Partnership

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

2. Name and address of receiving party(ies)

Name: software.net Corporation

Internal Address: _____

Street Address: 550 S. Winchester Blvd.

City: San Jose State: CA ZIP: 95128

- 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

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

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

Execution Date: April 27, 1998

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

- 75/442168 (DIGITAL GEAR)
- 75/371655 (SOFTWARE TV)
- 75/304973 (SOFTWARE.NET PLUS DESIGN)
- 74/565186 (SOFTWARE.NET) 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: Wayne W. Lew, Esq.

Internal Address: _____

06/05/1998 DCARTES 00000094 75442168

01 FC:481 40.00 OP
02 FC:482 75.00 OP

Street Address: 60 S. Market Street,

10th Floor

City: San Jose State: CA ZIP: 95113

6. Total number of applications and registrations involved: _____

4

7. Total fee (37 CFR 3.41).....\$ 160.00

- 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

Refund Ref:
06/05/1998 DCARTES 0000061410

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. \$45.00

Wayne W. Lew

Name of Person Signing

Signature

May 29, 1998

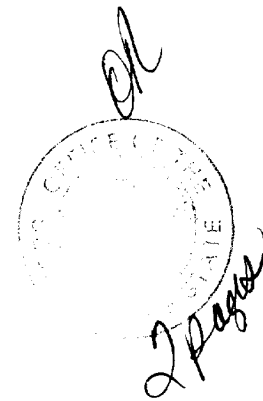
Date

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

State of California



SECRETARY OF STATE



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

That the attached transcript 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



Secretary of State

TRADEMARK

A0507581

**CERTIFICATE OF AMENDMENT
OF
FOURTH AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
CYBERSOURCE CORPORATION**

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

APR 22 1998

BILL JONES, Secretary of State

WILLIAM S. MCKIERNAN and RICHARD SCUDELLARI certify that:

1. They are the President and the Secretary, respectively, of CyberSource Corporation, a California corporation (the "Corporation").
2. Article I of the Fourth Amended and Restated Articles of Incorporation of this Corporation is hereby amended to read in full as follows:

The name of this Corporation is software.net Corporation.

3. The foregoing amendment of the Fourth Amended and Restated Articles of Incorporation has been duly approved by the Board of Directors.
4. The foregoing amendment of the Fourth Amended and Restated Articles of Incorporation has been duly approved by the required vote of the shareholders in accordance with Sections 902 and 903 of the California Corporations Code. The total outstanding shares of the corporation are 9,090,000 shares of Common Stock, and 1,985,520 shares of Series A Preferred, 2,037,038 shares of Series B Preferred, 3,000,000 shares of Series C Preferred and 1,153,846 shares of Series D Preferred Stock, all of which were entitled to vote with respect to the foregoing amendment. The number of shares voting in favor of the foregoing amendment equaled or exceeded the vote required. The affirmative vote of more than 50% of the outstanding shares of Common Stock and Preferred Stock voting together as a class, and more than 50% of the outstanding shares of Common Stock voting as a separate class, and more than 50% of the outstanding shares of Series A Preferred voting as a separate class, more than 50% of the outstanding shares of Series B Preferred voting as a separate class, more than 50% of the outstanding shares of Series C Preferred voting as a separate class, and more than 50% of the outstanding shares of Series D Preferred voting as a separate class was required.

(Remainder of this page intentionally left blank)

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.

Dated: April 22, 1998.



William S. McKiernan
President



Richard Scudellari
Secretary

