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U.S. Department of Commerce  
Patent and Trademark Office

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

<p>1. Name of conveying party(ies):</p> <p>McGowan Buchbinder Systems Consultants, Inc.</p> <p><input type="checkbox"/> Individual(s)      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership      <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation-State (California)  <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and Address of receiving party(ies):</p> <p>Name: ICVerify, Inc.  Internal Address:  Street Address: 473 Roland Way  Oakland, CA 94621</p> <p>U.S. Patent &amp; TMO/TM Mail Rcpt. Dt. #61  </p> <p><input type="checkbox"/> Individual(s) citizens      07-14-1998  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____  <input checked="" type="checkbox"/> Corporation-State <u>California</u>  <input type="checkbox"/> Other _____</p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  (Designations must be a separate document from Assignment)  Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small></p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment      <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement      <input checked="" type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>January 6, 1995</u></p>	
<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p>	<p>B. Trademark registration No.(s)</p> <p>1,721,651 (ICVERIFY)</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Donna E. M. McPartland</u>  Internal Address: <u>Hogan &amp; Hartson L.L.P.</u>  _____  _____  Street Address: <u>8300 Greensboro Drive</u>  <u>Suite 1100</u>  City: <u>McLean</u> State: <u>VA</u> Zip <u>22102</u></p>	<p>6. Total number of applications and registrations involved: ..... <span style="border: 1px solid black; padding: 2px;">1</span></p> <p>7. Total fee (37 CFR 3.41): ..... \$ <u>40.00</u></p> <p><input checked="" type="checkbox"/> Enclosed  <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number:  <u>08-2550</u>  (Attach duplicate copy of this page if paying by deposit account)</p>
<p>DO NOT USE THIS SPACE</p>	
<p>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.</p> <p><u>Donna E. M. McPartland</u>      <u>Donna McPartland</u>      <u>7/14/98</u>  Name of Person Signing      Signature      Date</p> <p>Total number of pages comprising cover sheet: <span style="border: 1px solid black; padding: 2px;">3</span></p>	

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

JAN 10 1995

*Bill Jones*  
Secretary of State

**CERTIFICATE OF AMENDMENT OF  
ARTICLES OF INCORPORATION OF  
MCGOWAN BUCHBINDER SYSTEMS CONSULTANTS, INC.**

Steven M. Elefant and Debra Korotkin Elefant certify that:

1. They are the President and Secretary, respectively, of MCGOWAN BUCHBINDER SYSTEMS CONSULTANTS, INC., a California corporation (the "Corporation").

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

"The name of this Corporation is ICVERIFY INC."

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

4. The foregoing amendment of this Corporation's 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 is 200 shares of Common Stock. There is no preferred stock authorized or issued. All shares of Common Stock voted in favor of the amendment.

STEVEN M. ELEFANT, President

*Debra Korotkin Elefant*  
Debra Korotkin Elefant, Secretary

TRADEMARK