

KIRTON & McCONKIE
A PROFESSIONAL CORPORATION

FEB 10

TRADEMARK

WILFORD W. KIRTON, JR.
OSCAR W. McCONKIE
ANTHONY I. BENTLEY, JR.
RICHARD R. NESLEN
MYRON L. SORENSEN
ROBERT W. EDWARDS
B. LLOYD POELMAN
RAEBURN G. KENNARD
JERRY W. DEARINGER
R. BRUCE FINDLAY
CHARLES W. DAHLQUIST, II
LEE FORD HUNTER †
RICHARD G. JOHNSON, JR. ‡
WILLIAM H. WINGO
DAVID M. McCONKIE
DENIS R. MORRILL
READ R. HELLEWELL
ROLF H. BERGER
OSCAR W. McCONKIE, III
MARC N. MASCARO

DAVID A. WESTERBY
LORIN C. BARKER
DAVID M. WAHLQUIST
ROBERT S. PRINCE
WALLACE O. FELSTED
MERRILL F. NELSON
PAUL H. MATTHEWS
FRED D. ESSIG
WILLIAM A. MEADERS, JR.
CLARK B. FETZER †
THOMAS L. MONSON
SAMUEL D. McVEY †
ERIC C. OLSON
DALE E. HULSE **
BERNE S. BROADBENT *
GREGORY M. SIMONSEN §
VON G. KEETCH
STUART F. WEED
THOMAS D. WALK
JAMES E. ELLSWORTH ‡


TODD E. ZENGER *
DAVID J. HARDY
JILL A. ZENDER
RANDY T. AUSTIN
JON E. WADDOUPS
ALEXANDER DUSHKU †
DAVID S. DOTY
BRYAN H. BOOTH
RANDALL C. ALLEN
MICHAEL M. CONGER
MATTHEW K. RICHARDS
SCOTT C. KRIEGER
† ALSO ADMITTED IN CALIFORNIA
‡ ALSO ADMITTED IN DISTRICT OF COLUMBIA
* ALSO ADMITTED IN NEW MEXICO
§ ALSO ADMITTED IN WYOMING
** ALSO ADMITTED IN ARIZONA
* ALSO ADMITTED IN MINNESOTA
† LEAVE OF ABSENCE
* REGISTERED PATENT ATTORNEY

ATTORNEYS AT LAW
1800 EAGLE GATE TOWER
60 EAST SOUTH TEMPLE
P.O. BOX 45120
SALT LAKE CITY, UTAH 84145-0120
UTAH COUNTY (801) 223-9666
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TELEPHONE (801) 328-3600
OF COUNSEL
RAYMOND W. GEE

69-01-7
McC

February 5, 1999

BOX ASSIGNMENTS
Honorable Commissioner of Patents
and Trademarks
Washington, D.C. 20231

02-16-1999

100969347

Sir:

The enclosed document is being submitted for recordation in accordance with 37 C.F.R. § 3.11. Pursuant to 37 C.F.R. §§ 3.28 and 3.31, the following information is provided:

Conveying party(ies):	Xactware, Inc. (a corporation of the state of Utah)
Receiving party(ies):	Xactware Information Services, Inc. (a corporation of the state of Utah) Address: 1426 East 750 North, Orem, Utah 84097
Nature of conveyance:	Name Change
Date of execution:	January 31, 1997
Registration Serial No:	1,432,214
Issued:	March 10, 1987
Mark:	XACTIMATE (and Design)
Registration Serial No:	1,756,064
Issued:	March 2, 1993
Mark:	XACTACCOUNT
Registration Serial No:	1,816,735
Issued:	January 18, 1994
Mark:	XACTIMATE

Correspondence concerning this request should be mailed to:

Dale E. Hulse
Kirton & McConkie
1800 Eagle Gate Tower
60 East South Temple
P.O. Box 45120
Salt Lake City, UT 84145-0120

02/12/1999 DMSJYEN 00000250 1432214

01 FC:481 40.00 OP
02 FC:482 50.00 OP

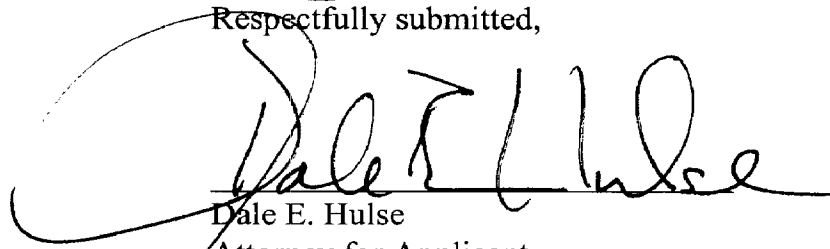
Total number of registrations involved: Three (3)
Total fee enclosed: \$90.00 (Check No. 22194)

TRADEMARK
REEL: 1854 FRAME: 0434

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.

DATED this 5th day of February, 1999.

Respectfully submitted,

A large, stylized handwritten signature in black ink, appearing to read "Dale E. Hulse". The signature is written over a horizontal line.

Dale E. Hulse
Attorney for Applicant

DEH:jdb

Enclosure:

- Certificate of Amendment of the Articles of Incorporation

W:\7500\7927\0007\dehRecordationFRM.wpd

Co # 120 853

State of Utah
Department of Commerce
Division of Corporations and Commercial Code

I hereby certify that the foregoing has been reviewed on the 20 day of Feb 1997 and the office of this Division and hereby issues a Certificate thereof.

Registrar _____ Date 2/26/97

Karla S. Wood
KARLA S. WOOD



**CERTIFICATE OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
XACTWARE, INC.
A Utah Corporation**

Pursuant to Section 16-10a-1003, et. seq., Utah Code Annotated (1953), as amended, the undersigned corporation has adopted the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is XACTWARE, INC.

SECOND: The following amendment to the Articles of Incorporation was unanimously adopted by the shareholders of the corporation by resolution as of the 31 day of January, 1997, in the manner prescribed by the Utah Revised Business Corporation Act:

**ARTICLE I
Name of Corporation**

The name of the corporation is XACTWARE INFORMATION SERVICES, INC.

THIRD: The number of shares of the corporation outstanding at the time of this adoption was 19,892 and the number of shares entitled to vote thereon was 19,892.

FOURTH: The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows:

<u>Class</u>	<u>Number of Shares</u>
Common stock	19,892

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FIFTH: The number of shares voted for such amendment was 19,892; and the number of shares voted against such amendment was none.

DATED this 31 day of January, 1997.

XACTWARE, INC.
A Utah Corporation

By: James B. Loveland
Its: President

By: Lynette Loveland
Its: Secretary

**RESOLUTIONS OF SHAREHOLDERS
OF
XACTWARE, INC.**

The undersigned, being the holders of all of the issued and outstanding shares of stock of XACTWARE, INC., a Utah corporation, adopt the following resolutions:

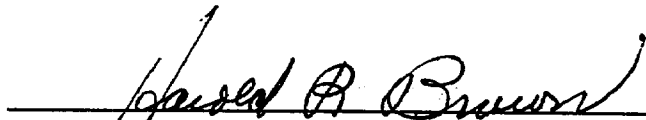
RESOLVED, that the Articles of Incorporation be amended to change the name of the corporation to XACTWARE INFORMATION SERVICES, INC.

RESOLVED, FURTHER, that the officers and directors of the corporation are authorized and directed to execute and file all necessary documents and to take all necessary actions to effectuate the changes to the Articles of Incorporation pursuant to this Resolution.

DATED this 31 day of January, 1997.



James B. Loveland, Trustee of the Loveland Family Trust



Harold R. Brown, 1996 Trust Dated March 4, 1996



James D. Franklin, Sole Trustee of the James Draper Franklin and Cindy Therese Franklin July 3, 1985 Family Declaration of Trust

**RESOLUTIONS OF BOARD OF DIRECTORS
OF
XACTWARE, INC.**

The undersigned, being all of the Directors of XACTWARE, INC., a Utah corporation, adopt the following resolutions:

RESOLVED, that the Articles of Incorporation be amended to change the name of the corporation to XACTWARE INFORMATION SERVICES, INC.

RESOLVED, FURTHER, that the officers and directors of the corporation are authorized and directed to execute and file all necessary documents and to take all necessary actions to effectuate the changes to the Articles of Incorporation pursuant to this Resolution.

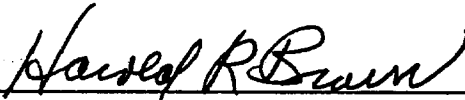
DATED this 31 day of January, 1997.



James B. Loveland, Director and Chairman of the Board



Lynnette S. Loveland, Director



Harold R. Brown, Director



James D. Franklin, Director