

05-03-1999

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027



U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

101025498

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other

Effective Date
Month Day Year
02221999

4.29.99

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year
02181999

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK

REEL: 1890 FRAME: 0088

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1777731"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

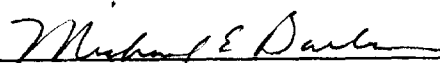
Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Michael E. Barber



4/12/99

Name of Person Signing

Signature

Date Signed

STATE of WASHINGTON



SECRETARY of STATE

I, RALPH MUNRO, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

CERTIFICATE OF AMENDMENT

to

PARADIGM SOFTWARE DEVELOPMENT, INC.

a Washington Profit corporation. Articles of Amendment were filed for record in this office on the date indicated below.

Changing name to WORKWISE SOFTWARE, INC.

UBI Number: 601 417 775

Date: February 22, 1999



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

Ralph Munro, Secretary of State
2-463420-6

ARTICLES OF AMENDMENT
TO
THE ARTICLES OF INCORPORATION
OF
PARADIGM SOFTWARE DEVELOPMENT, INC.

FILED
STATE OF WASHINGTON
FEB 22 1999
RALPH MUNDY
SECRETARY OF STATE

Pursuant to RCW 23B.10.060, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is Paradigm Software Development, Inc. (the "Corporation").

SECOND: The Articles of Incorporation are hereby amended as follows:

(a) ARTICLE I of the Articles of Incorporation is hereby changed to read:

ARTICLE I
NAME

The name of this corporation shall be WORKWISE SOFTWARE, INC.

(b) ARTICLE IV of the Articles of Incorporation is hereby changed to read:

ARTICLE IV
SHARES

This Corporation is authorized to issue two classes of stock, designated "Common Stock" and "Preferred Stock". The number of shares of Common Stock which this Corporation is authorized to issue is Twenty-Five Million (25,000,000) shares, par value \$0.001 per share. The number of shares of Preferred Stock which this Corporation is authorized to issue is Ten Million (10,000,000) shares, par value of \$0.001 per share. The rights and preferences, privileges, and restrictions of the Preferred Stock (the "Preferred") are as follows:

1. Designation, Par Value and Number: 3,766,660 shares of authorized Preferred Stock of the Corporation are hereby designated as Series A Preferred Stock (the "Series A Preferred"), 2,100,000 shares of authorized Preferred Stock of the Corporation are hereby designated as Series B Preferred Stock (the "Series B Preferred"), and 1,500,000 shares of authorized Preferred Stock of the Corporation are hereby designated as Series C Preferred Stock (the "Series C Preferred").

[The remaining provisions of Article IV of the Articles of Incorporation of the Corporation are unchanged.]

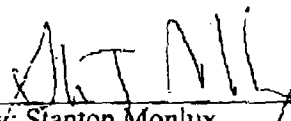
THIRD: Pursuant to RCW 23B.10.030 the foregoing amendments were adopted by the Board of Directors of the Corporation on January 29, 1999, and the Board of Directors recommended the amendments to the shareholders of the Corporation. The

amendments were duly approved by the requisite number of shareholders of the Corporation entitled to vote thereon on February 18, 1999 in accordance with the provisions of RCW 23B.10.030 and 23B.10.040.

FOURTH: These Amended Articles of Incorporation shall become effective on the date these Articles of Amendment are filed with the Secretary of State of the State of Washington.

Dated this 18th day of February, 1999.

WORKWISE SOFTWARE, INC.


By: Stanton Monlux
Its: Secretary