

05-03-1999

FORM PTO-1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)

RECORDATION FORM
TRADEMARK



DEPARTMENT OF COMMERCE
Patent and Trademark Office

101027107

Tab settings =>=>=>

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

4.27.99 mcd

1. Name of conveying party (ies): TECHNICAL ELITE
Technically Elite, Inc.

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

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

2. Name and address of receiving party(ies):

Name: Apptitude, Inc.
Internal Address: _____
Street Address: 6330 San Ignacio Avenue
City: San Jose State: CA ZIP: 95119-1209

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: March 25, 1999

If assignment 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) and addresses attached? Yes No

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

A. Trademark Application No.(s)

75/259,164
75/456,004
75/564,770
75/599,859

B. Trademark Registration No.(s)

1,607,303
1,917,215
2,114,407
2,192,998

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Joshua D. Thomas
Internal Address: _____

Street Address: Wilson Sonsini Goodrich & Rosati, 650 Page Mill Road
City: Palo Alto State: CA ZIP: 94304-1050

6. Total number of applications and registrations involved: 8

7. Total fee (37 CFR 3.41) \$215.00

Enclosed
 Authorized to be charged to deposit account

If fee insufficient, please charge:

8. Deposit account number:
23-2415 ATTN: 09115-500

(Attach duplicate copy of this page if paying by deposit account.)

04/29/1999 JSHADAZZ 00000215 75259164
01 FC:401 40.00 OP
02 FC:402 175.00 OP

DO NOT USE THIS SPACE

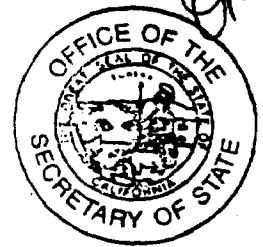
9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Joshua D. Thomas Joshua D. Thomas April 22, 1999
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 4

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

TRADEMARK
REEL: 1890 FRAME: 0445



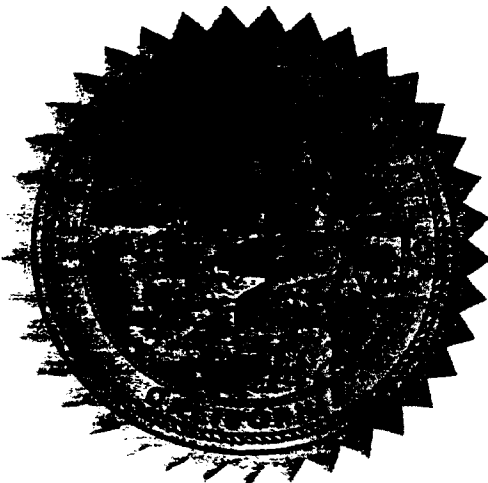
SECRETARY OF STATE

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

That the attached transcript of 2 page(s) 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 day of

MAR 31 1999



Bill Jones

Secretary of State

A0522841

**CERTIFICATE OF AMENDMENT OF
RESTATED ARTICLES OF INCORPORATION OF
TECHNICALLY ELITE, INC.**

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

MAR 26 1999

BILL JONES, Secretary of State

The undersigned, Chris Kenber and Jack Lazar, hereby certify that:

(1) They are the duly elected and acting President and Secretary, respectively, of this corporation.

(2) Article I of the Restated Articles of Incorporation of said corporation shall be amended in its entirety to read as follows:

"ARTICLE I

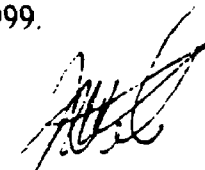
The name of this corporation is Aptitude, Inc."


(3) The foregoing Certificate of Amendment of Articles of Incorporation has been duly approved by the Board of Directors.

(4) The foregoing Certificate of Amendment of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Sections 902 and 903 of the California Corporations Code. The total number of outstanding shares of Common Stock of this corporation is 7,326,673, and the total number of outstanding shares of Preferred Stock of this corporation is 18,758,758. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was a majority of the outstanding shares of Common Stock, voting as a class and a majority of the outstanding shares of Preferred Stock, voting as a class.

The undersigned further certify under penalty of perjury that they have read the foregoing Certificate of Amendment of Articles of Incorporation and know the contents thereof, and that the statements therein are true.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Amendment at San Jose, California on this 26th day of February 1999.


Chris Kenber,
President


Jack Lazar,
Secretary



TEI SHR