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FORM PTO-1594 (Rev. 6-93)



COVER SHEET ONLY

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

OMB No. 0651-0011 (exp. 4/99)

WSGH FORM 24 (rev. 2/98)

101039415

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

MRD 5-11-99

1. Name of conveying party(ies)

MOBILE SYSTEMS INTERNATIONAL PUBLIC LIMITED COMPANY

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other Public Limited Company

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

2. Name and address of receiving party(ies)

Name: METAPATH SOFTWARE INTERNATIONAL LIMITED

Internal Address:

Street Address: 1 Harbour Exchange Square

City: London State: England Zip: E14 9GE

- Individual(s) Citizenship, Association, General Partnership, Limited Partnership, Corporation-State, Other Limited Company

If assignee is not domiciled in the United States, a domestic representative designation is attached: [X] Yes [ ] No

(Designations must be a separate document from assignment)

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

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name

Other Certificate of Incorporation on Change of Name

Execution Date: 15 December 1998

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

A. Trademark Application No.(s) 75/307,105; 75/209,682; 75/523,320

B. Trademark Registration No.(s) 1,964,944

Additional numbers attached? [ ] Yes [X] No

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

Weingarten, Schurgin, Gagnebin & Hayes LLP Ten Post Office Square Boston, Massachusetts 02109

6. Total number of applications and registrations involved: [ 4 ]

7. Total fee (37 CFR 3.41).....\$ 115.00

[X] Enclosed

[ ] Authorized to be charged to deposit account

8. Deposit account number:

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

05/16/1999 JSHABAZZ 00000146 75307105

01 FO 481 40.00 OP 02 FO 482 75.00 OP

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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.

Beverly E. Hjorth

Name of Person Signing

Signature

Date May 7, 1999

Total number of pages including cover sheet, attachments, and document: [ 6 ]



CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME  
AND RE-REGISTRATION OF A PUBLIC COMPANY  
AS A PRIVATE COMPANY

Company No. 2436108

The Registrar of Companies for England and Wales hereby certifies that

MOBILE SYSTEMS INTERNATIONAL PUBLIC LIMITED COMPANY

formerly registered as a public limited company having changed its name and having this day been re-registered under the Companies Act 1985 as a private company is now incorporated under the name of

METAPATH SOFTWARE INTERNATIONAL LIMITED

and that the company is limited.

Given at Companies House, London, the 15th December 1998

*S. Bashar*

MISS S. BASHAR

For The Registrar Of Companies



C O M P A N I E S H O U S E