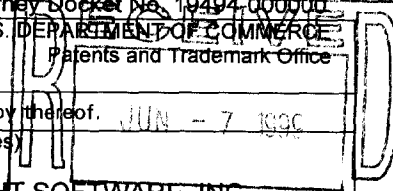


RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



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

1. Name of conveying party(ies):
RESOLUTE SOFTWARE, INC.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State: Delaware
 Other

Additional name(s) of conveying parties attached? Yes No

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

Name: **FOGLIGHT SOFTWARE, INC.**
Street Address: **4473 Willow Road, Suite 200**
City: **Pleasanton** State: **CA** ZIP: **94588**

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

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

(Designation must be a separate document from Assignment)

Additional names and addresses attached? Yes No

3. Nature of conveyance: **6-7-99**

Assignment Merger
 Security Agreement Change of Name
 Other:

Execution Date: **February 4, 1999**

4. Application Number(s) or Registration Number(s).

A. Trademark Application No(s): **75/608,118 and 75/140,522**


B. Trademark Registration No(s):

Additional numbers attached? Yes No

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

Name: **John C. Baum**
Townsend and Townsend and Crew LLP
Two Embarcadero Center, 8th Floor
San Francisco, California 94111-3834
(415) 576-0200

06-09-1999



6. Total number of applications and registrations involved: **One**

7. Total fee (37 CFR 3.41): **\$65.00**

Enclosed Charge Fees to Deposit Account

Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment, to deposit account.

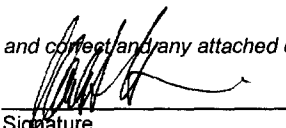
8. Deposit account number: **20-1430**

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

DO NOT USE THIS SPACE

9. Statement and signature.

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

Mark A. Steiner  **6-2-99** **65E**
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: **3**

10. Change Correspondence Address to that of Part 5? Yes No

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover to:

06/09/1999 DNGUYEN 00000019 201430 75608118 Asst. Commissioner for Trademarks
Box: Assignments
Washington, D.C. 20231

01 FC:481 40.00 CH
02 FC:482 25.00 CH

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "RESOLUTE SOFTWARE, INC.", CHANGING ITS NAME FROM "RESOLUTE SOFTWARE, INC." TO "FOGLIGHT SOFTWARE, INC.", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF FEBRUARY, A.D. 1999, AT 9 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2804333 8100

991196305

AUTHENTICATION: 9754906

DATE: 05-20-99

**CERTIFICATE OF AMENDMENT OF
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
RESOLUTE SOFTWARE, INC.**


The undersigned, Daniel Callahan and Joshua L. Green, hereby certify that:

1. They are the duly elected and acting President and Chief Executive Officer and Secretary, respectively, of Resolute Software, Inc., a Delaware corporation.
2. The Certificate of Incorporation of this corporation was originally filed with the Secretary of State of Delaware on November 10, 1997.
3. Pursuant to Section 242 of the General Corporation Law of the State of Delaware, this Certificate of Amendment of Certificate of Incorporation amends Article I of this corporation's Amended and Restated Certificate of Incorporation to read in its entirety as follows:


"The name of the corporation is Foglight Software, Inc."

4. The foregoing Certificate of Amendment has been duly adopted by this corporation's Board of Directors and stockholders in accordance with the applicable provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

Executed at Pleasanton, California, on Feb 4, 1999.



Daniel Callahan, President and Chief
Executive Officer



Joshua L. Green, Secretary

0348143.01

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 02/18/1999
991064615 - 2804333

RECORDED: 06/07/1999

TRADEMARK
REEL: 001908 FRAME: 0638