

08-26-1999

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5-5-99

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

1. Name of conveying party(ies):
MCS CONTROL TRAINING & DESIGN INC.

Individual(s) Association
 General Partnership Corporation-State
 Limited Partnership
 Other Corporation - Ontario, Canada

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

2. Name and address of receiving party(ies):
Name: CARDDECISIONS INC.
Internal Address: _____
Street Address: 2655 North Sheridan Way,
Suite 150, Mississauga, Ont L5K 3P8 Canada

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation - Ontario, Canada
 Other _____

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: March 25, 1999

If the assignee 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) & address(es) attached?
 Yes No

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

A. Trademark Application No. (s)
75/185,124
75/341,907
75/193,160

B. Trademark registration No. (s)
2,234,934

05-05-1999
 U.S. Patent & TMO/c/TM Mail Rcpt Dt. #01

Additional numbers attached? Yes No

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

Name: BARRIGAR & MOSS
 Internal Address: _____

Street Address: Suite 901, Two Robert
Speck Parkway, Mississauga, Ontario,
L4Z 1H8, Canada

City: _____
 State: _____ ZIP: _____

6. Total number of applications and registrations involved: 4

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

8. Deposit account number:
13-4764
 (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 information is true and correct and any attached copy is a true copy of the original document.

Eric C. Devenny [Signature] May 3/99
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 5

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

For Ministry Use Only
À l'usage exclusif du ministère
Ministry of
Consumer and
Ontario Commercial Relations



Ministère de
la Consommation
et du Commerce
CERTIFICAT
Ceci certifie que les présents
statuts entrent en vigueur le

Ontario Corporation Number
Numéro de la société en Ontario

961405

MARCH 25, MARS, 1999

Paul D. Ellis
Director / Directeur
Business Corporations Act / Loi sur les sociétés par actions

ARTICLES OF AMENDMENT
STATUTS MODIFICATION

Form 3
Business
Corporations
Act

Formule 3
Loi sur les
sociétés par
actions

1. The name of the corporation is: *Dénomination sociale de la société:*

M	C	S	.	C	O	N	T	R	O	L	.	T	R	A	I	N	I	N	G	.	&	.	D	E	S	I	G	N	.
I	N	C	.																										

2. The name of the corporation is changed to (if applicable): *Nouvelle dénomination sociale de la société (s'il y a lieu):*

C	A	R	D	D	E	C	I	S	I	O	N	S	.	I	N	C	.													

3. Date of incorporation/amalgamation: *Date de la constitution ou de la fusion:*

1991, October, 25th

(Year, Month, Day)
(année, mois, jour)

4. The articles of the corporation are amended as follows: *Les statuts de la société sont modifiés de la façon suivante.*

To change the name of the corporation to Carddecisions Inc.

- 5. The amendment has been duly authorized as required by Sections 168 & 170 (as applicable) of the Business Corporations Act. *La modification a été dûment autorisée conformément aux article 168 et 170 (selon le cas) de la Loi sur les sociétés par actions.*

- 6. The resolution authorizing the amendment was approved by the shareholders/directors (as applicable) of the corporation on *Les actionnaires ou les administrateurs (selon le cas) de la société ont approuvé la résolution autorisant la modification le*

1999, March, 22nd

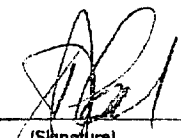
(Year, Month, Day)
(année, mois, jour)

These articles are signed in duplicate.

Les présents statuts sont signés en double exemplaire.

MCS CONTROL TRAINING & DESIGN INC.

(Name of Corporation)
(Dénomination sociale de la société)

By: / Par:  March 22, 1999

(Signature) (Description of Office)
(Signature) (Fonction)

TIMOTHY LEECH, PRESIDENT