

MRD
7-22-99

RECORDATION FOR
TRADEMARK

07-26-1999

U.S. Department of Commerce
Patent and Trademark Office



101101323

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

<p>1. Name of conveying party(ies): Financial Software Solutions, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State Delaware <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and Address of receiving party(ies)</p> <p>Name: IQ Financial Systems, Inc. Address: One Bankers Trust Plaza New York, New York 10015</p> <p>Individual(s) citizenship _____ Association _____ General Partnership _____ Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>March 18, 1998</u></p>	

<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s) <u>1,782,905 and 1,398,819</u></p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Baila H. Celedonia Cowan, Liebowitz & Latman, P.C. 1133 Avenue of the Americas New York, NY 10036-6799</p>	<p>6. Total number of applications and registrations involved: <u>2</u></p> <p>7. Total fee (37 CFR 3.41)..... \$ <u>65</u></p> <p><input checked="" type="checkbox"/> Enclosed</p> <p><input type="checkbox"/> Any deficiency is authorized to be charged to Deposit Account No. 03-3415.</p> <p>8. Deposit Account No. <u>03-3415</u></p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
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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.

Baila H. Celedonia Baila H. Celedonia 7/20/99
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 13

Mail to: U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Washington, DC 20231

07/23/1999 DNGUYEN 00000288 1782905

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

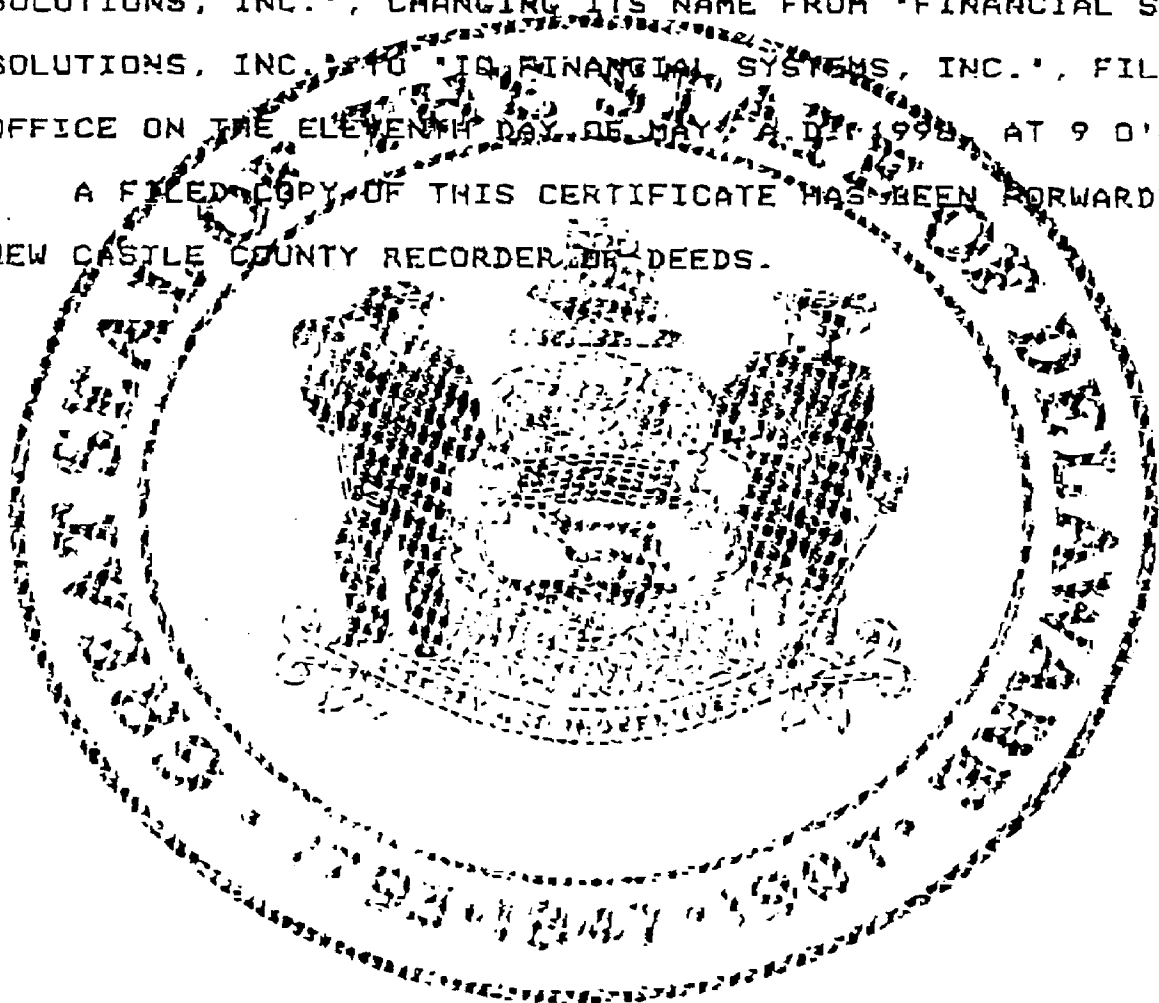
NMP/NMP/08400/30/370682.1

TRADEMARK
REEL: 001933 FRAME: 0044

State of Delaware
Office of the Secretary of State

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 'FINANCIAL SOFTWARE SOLUTIONS, INC.', CHANGING ITS NAME FROM 'FINANCIAL SOFTWARE SOLUTIONS, INC.' TO 'IQ FINANCIAL SYSTEMS, INC.', FILED IN THIS OFFICE ON THE ELEVENTH DAY OF MAY, A.D. 1998 AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Edward J. Freel

Edward J. Freel, Secretary of State

9080798

AUTHENTICATION:

05-14-98

DATE:

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**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
FINANCIAL SOFTWARE SOLUTIONS, INC.**

Financial Software Solutions, Inc., (the "Company") a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST. That the Board of Directors of the Company, in lieu of meeting by consent, adopted the following resolution:

RESOLVED that the Board of Directors hereby declares it advisable and in the best interest of the Company that Article FIRST of the Certificate of Incorporation be amended to read as follows:

FIRST. The name of this corporation shall be: IQ Financial Systems, Inc.

SECOND. That the said amendment has been consented to and authorized by the holders of a majority of the issued and outstanding stock entitled to vote by written consent given in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD. That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the general Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the Company has caused this Certificate to be signed by Doba Treitel Isaacs, this 11th day of May, 1998.

By: _____

Doba Treitel Isaacs
Doba Treitel Isaacs
Vice President and Secretary

07/27/002/RESOLUTIONS/amend.1501.doc

** TOTAL PAGE.03 **

** TRADEMARK PAGE.15 **
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