



D

08-04-1999

U.S. Patent & TMO/TM Mail Rcpt Dt. #11

FORM PTO-1618A
Expires 6/30/99
OMB 0651-0027

08-11-1999



SHEET

U.S. Department of Commerce
Patent & Trademark Office
TRADEMARK

MPO 8-4-99

TO: The Commissioner of Patents

101114712

...ed original document(s) or copy(ies)

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # []
- Correction of PTO Error
Reel # [] Frame # []
- Corrective Document
Reel # [] Frame # []

Conveyance Type

- Assignment License
- Security Agreement
- Nunc Pro Tunc Assignment
- Merger
Effective Date
Month Day Year
[]
- Change of Name
- Other []

Conveying Party

Mark if additional names of receiving parties attached

Name [Calico Technology, Inc.] [05131999]

Formerly []

- Individual General Partnership Limited Partnership Corporation Association
- Other []

Citizenship/State of Incorporation/Organization [California]

Receiving Party

Mark if additional names of receiving parties attached

Name [Calico Commerce, Inc.]

DBA/AKA/TA []

Composed of []

Address (line 1) [4 North Second Street, Suite 1350]

Address (line 2) []

Address (line 3) [San Jose] [California] [95113]

City

State

Zip Code

- Individual General Partnership Limited Partnership Corporation Association
- Other []

Citizenship/State of Incorporation/Organization [California]

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment).

FOR OFFICE USE ONLY

chg 40

Public burden reporting for this collection of information is estimated to average 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. See comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT TO THIS ADDRESS.

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

Domestic Representative Name and Address

Enter the first Receiving Party Only

Name [_____]

Address (line 1) [_____]

Address (line 2) [_____]

Address (line 3) [_____]

Address (line 4) [_____]

Correspondence Name and Address

Area Code and Telephone Number [(415) 836-2530]

Name [Margaret M. Powers]

Address (line 1) [Gray Cary Ware & Freidenrich LLP]

Address (line 2) [400 Hamilton Avenue]

Address (line 3) [Palo Alto, California 94301]

Address (line 4) [_____]

Pages

Enter the total number of pages of the attached conveyance document including any attachments

[2]

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
[_____]	[_____]	[_____]	[2176449]	[2176450]	[_____]
[_____]	[_____]	[_____]	[_____]	[_____]	[_____]
[_____]	[_____]	[_____]	[_____]	[_____]	[_____]

Number of Properties

Enter the total amount of properties involved.

[2]

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$ [_____]

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: # [07-1907]

Authorization to charge additional fees: Yes No

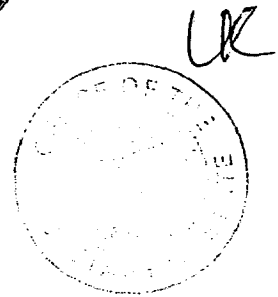
Statement and Signature

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. Charges to a deposit account are authorized, as indicated herein.

MARGARET POWERS Margaret M. Powers Aug 4, 1999

Name of Person Signing Signature Date Signed

GUIDELINES FOR COMPLETING TRADEMARK RECORDATION COVER SHEET



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



JUL 08 1999

Bill Jones

Secretary of State

CERTIFICATE OF AMENDMENT
OF THE
AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
CALICO TECHNOLOGY, INC.

ENDORSED - FILED
in the office of the Secretary of State
of the State of California
JUL 02 1999,
BILL JONES, Secretary of State

The undersigned Joseph Moran and Gregory M. Gallo hereby certify that:

1. They are the duly elected and acting Vice President and Assistant Secretary of Calico Technology, Inc., a California corporation (the "Corporation").

2. Article I of the Corporation's Amended and Restated Articles of Incorporation, which presently reads as follows:

"The name of the corporation is Calico Technology, Inc."

is amended to read as follows:

"The name of the corporation is Calico Commerce, Inc."


3. The foregoing amendment of the Amended and Restated Articles of Incorporation has been duly approved by the Board of Directors of the Corporation.

4. The foregoing amendment of the Amended and Restated Articles of Incorporation has been duly approved by the required vote of the shareholders of the Corporation in accordance with Sections 902 and 903 of the California Corporations Code. There are currently 7,749,167 shares of Common Stock, 4,000,000 shares of Series A Preferred Stock, 2,400,000 shares of Series B Preferred Stock, 1,388,889 shares of Series C Preferred Stock, 836,667 shares of Series D Preferred Stock and 1,791,725 shares of Series E Preferred Stock outstanding. The number of


shares voting in favor of the amendment equaled or exceeded the vote required, such required vote being more than 50% of the total number of outstanding shares of Common Stock and more than 50% of the total number of outstanding shares of Series A Preferred Stock, Series B Preferred Stock, Series C Preferred Stock, Series D Preferred Stock and Series E Preferred Stock voting together as a single class.

Each of the undersigned certifies under penalty of perjury that he has read the foregoing Certificate of Amendment of the Amended and Restated Articles of Incorporation and knows the contents thereof, and that the statements therein are true.

Executed at San Jose, California on May 12, 1999.



Joseph Moran - Vice President



Gregory M. Gallo - Assistant Secretary

