

05-02-2000



U.S. DEPARTMENT OF COMMERCE
ET Patent and Trademark Office

To the Honorable Commissioner of Pat

101341216

hed original document or copy thereof.

1. Name of Party(ies) conveying an interest:

Teknekron Infoswitch Corporation
4425 Cambridge Road
Fort Worth, Texas 76155-9981

2. Name and Address of Party(ies) receiving an interest:

e-talk Corporation
4040 West Royal Lane, #100
Irving, Texas 75063

- Individual(s)
- General Partnership
- Corporation - Nevada
- Other
- Association
- Limited Partnership

- Individual
- General Partnership
- Corporation - Nevada
- Other
- Citizenship
- Association
- Limited Partnership

3. Interest Conveyed:

- Assignment
- Security Agreement
- Other
- Change of Name
- Merger

If not domiciled in the United States, a domestic representative designation is attached:

- Yes
- No

Effective Date: January 18, 2000

4. Application number(s) or registration number(s). Additional sheet attached?

Yes No

A. Trademark Application No.(s) 75/672,096; 75/927,794

B. Trademark Registration No.(s) 1,487,410; 1,481,418; 1,506,964; 1,506,965; 2,108,835; 2,108,836; 2,270,115

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

Name: Barton E. Showalter, Esq.
Baker & Botts, L.L.P.
Street Address: 2001 Ross Avenue
City: Dallas
State: Texas Zip: 74201

6. Number of applications and registrations involved: 9

7. Amount of fee enclosed or authorized to be charged: \$240.00

8. Deposit account number (Attach duplicate copy of this form 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.

Barton E. Showalter
Name of Person Signing

Signature

4/6/00
Date

Total number of pages including cover sheet 4

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

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Mail documents to be recorded with required cover sheet information:

04/28/2000 DNGUYEN 00000354 75672096

Commissioner of Patent and Trademarks

Box Assignments
Washington, D.C. 20231

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02 FC:482 200.00 OP

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503.

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FILED # 03918-83

JAN 18 2000

CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION
OF

TEKNEKRON INFOSWITCH CORPORATION

IN THE OFFICE OF
Dean Heller
DEAN HELLER SECRETARY OF STATE

The undersigned hereby certify as follows:

1. They are the President and Secretary, respectively, of Teknekron Infoswitch Corporation, a Nevada corporation (the "Company").
2. On January 14th, 2000, by written consent, the board of directors of the Company approved an amendment to the Company's Articles of Incorporation, pursuant to NRS 78.385(1)(d), for the purpose of changing the name of the Company to "e-talk Corporation"
3. On January 14th, 2000, upon the recommendation of the board of directors of the Company, the stockholders of the Company approved the above-referenced amendment to the Company's Articles of Incorporation by written consent.
4. Article I of the Company's Articles of Incorporation is hereby amended to read in full as follows:

ARTICLE I
NAME

The name of the corporation is:

e-talk Corporation

IN WITNESS WHEREOF, the undersigned have hereunto set their hands this 14th day of January 2000, hereby declaring and certifying the facts stated herein to be true.

[Signature]

MICHAEL J. CALDER, President

[Signature]

CYNTHIA S. ANTHONY, Secretary

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EXHIBIT A

Pending U.S. Trademark Applications

| Docket No. | Appln. No. | Filing Date | Mark |
|------------|------------|-------------|------------------------------|
| 19143.0282 | 75/672,096 | 03/31/1999 | Misc. Design (Worldman Logo) |
| 19143.0301 | 75/927,794 | 02/24/2000 | E-TALKING |

Registered U.S. Trademarks

| Docket No. | Reg. No. | Grant Date | Mark |
|------------|-----------|------------|--------------|
| 19143.0149 | 1,481,418 | 03/22/88 | ACM |
| 19143.0148 | 1,487,410 | 05/10/88 | CCMS |
| 19143.0146 | 1,506,964 | 10/04/88 | INFOSWITCH |
| 19143.0147 | 1,506,965 | 10/04/88 | INFOSWITCH |
| 19143.0222 | 2,108,835 | 10/28/97 | P & Q REVIEW |
| 19143.0220 | 2,108,836 | 10/28/97 | AUTOQUALITY |
| 19143.0219 | 2,270,115 | 08/17/99 | ORCHESTRA |

EXHIBIT B

Pending Foreign Trademark Applications

| Docket No. | Country | Appln. No. | Filing Date | Mark |
|------------|---------------|------------|-------------|-------------|
| 19143.0241 | Canada | 839687 | 03/18/97 | ORCHESTRA |
| 19143.0242 | European Comm | 491654 | 03/18/97 | ORCHESTRA |
| 19143.0245 | Mexico | 290519 | 03/20/97 | AUTOQUALITY |

Granted Foreign Trademarks

| Docket No. | Country | Reg. No. | Grant Date | Mark |
|------------|----------------|----------|------------|--------------|
| 19143.0136 | South Africa | 80/5621 | 08/28/80 | INFOSWITCH |
| 19143.0140 | Benelux | 368094 | 08/29/80 | INFOSWITCH |
| 19143.0139 | France | 1613145 | 09/08/80 | INFOSWITCH |
| 19143.0145 | Canada | 252453 | 11/07/80 | COMMSWITCH |
| 19143.0129 | Sweden | 176716 | 05/22/81 | INFOSWITCH |
| 19143.0133 | United Kingdom | B1139455 | 08/24/83 | INFOSWITCH |
| 19143.0132 | United Kingdom | B1139456 | 08/24/83 | INFOSWITCH |
| 19143.0144 | Australia | B350383 | 05/10/84 | INFOSWITCH |
| 19143.0142 | Australia | B350382 | 08/16/84 | INFOSWITCH |
| 19143.0137 | Australia | B358021 | 10/25/84 | INFOSWITCH |
| 19143.0141 | Australia | B393706 | 11/05/87 | INFOSWITCH |
| 19143.0143 | Australia | B393707 | 11/05/87 | INFOSWITCH |
| 19143.0135 | Mexico | 416248 | 06/17/92 | INFOSWITCH |
| 19143.0185 | Taiwan | 647441 | 07/01/94 | INFOSWITCH |
| 19143.0131 | Taiwan | 654082 | 09/01/94 | INFOSWITCH |
| 19143.0188 | Colombia | 166938 | 10/27/94 | INFOSWITCH |
| 19143.0187 | Costa Rica | 89283 | 11/18/94 | INFOSWITCH |
| 19143.0246 | European Comm | 491696 | 10/26/98 | AUTOQUALITY |
| 19143.0249 | European Comm | 491829 | 10/26/98 | P & Q REVIEW |
| 19143.0247 | Canada | 507767 | 02/09/99 | P & Q REVIEW |
| 19143.0244 | Canada | 507782 | 02/09/99 | AUTOQUALITY |
| 19143.0248 | Mexico | 610925 | 05/26/99 | P & Q REVIEW |
| 19143.0243 | Mexico | 613717 | 06/17/99 | ORCHESTRA |