

06-15-2000



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HEET

TO: The Commissioner of Patents and Trademarks: Please record the attached 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: / /
- Change of Name
- Other

CONVEYING PARTY

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association

Other

Citizenship/State of Incorporation/Organization

RECEIVING PARTY

Mark if additional names of conveying parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address: (line 3)

City

State/Country

Zip Code

- Individual
- General Partnership
- Limited Partnership
- 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*.)
- Corporation
- Association

Other

Citizenship/State of Incorporation/Organization

06/15/2000 DNGUYEN 00000117 500208 75758125

FOR OFFICE USE ONLY

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

DOMESTIC REPRESENTATIVE NAME AND ADDRESS Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

CORRESPONDENT NAME AND ADDRESS Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document #

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)		
<input type="text" value="75758125"/>	<input type="text" value="75757188"/>	<input type="text" value="75494691"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

NUMBER OF PROPERTIES Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 C.F.R. § 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:

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 deposit account are authorized, as indicated herein.

William A. Munck, State Bar No. TX 00786127
Name of Person Signing


Signature

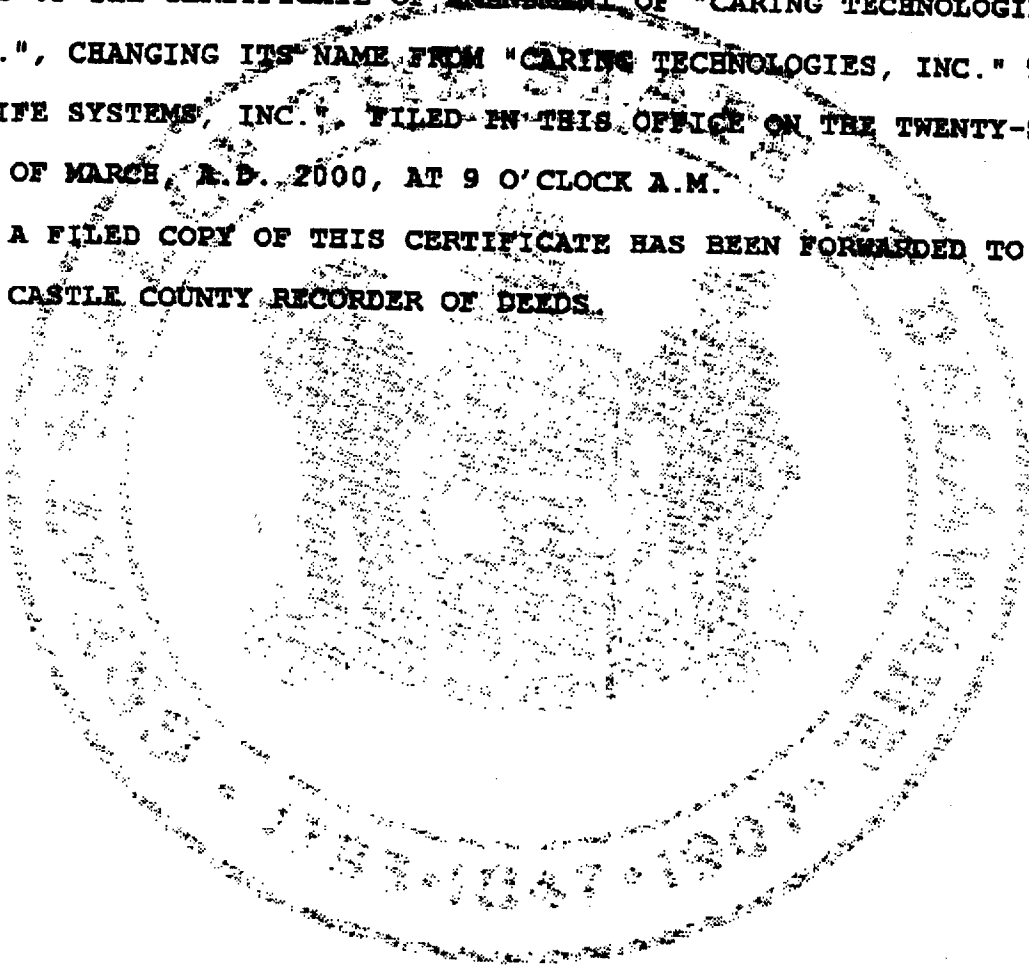
May 16, 2000
Date Signed

State of Delaware
Office of the Secretary of State

PAGE 1

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 "CARING TECHNOLOGIES, INC.", CHANGING ITS NAME FROM "CARING TECHNOLOGIES, INC." TO "ILIFE SYSTEMS, INC.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF MARCH, A.D. 2000, 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

0333848

AUTHENTICATION:

03-23-00

DATE:

TRADEMARK

REEL: 002087 FRAME: 0792

2068547 8100

001147360

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 03/22/2000
001147360 - 2068547

STATE of DELAWARE
CERTIFICATE of AMENDMENT of
SECOND RESTATED CERTIFICATE of INCORPORATION
OF
CARING TECHNOLOGIES, INC.

CARING TECHNOLOGIES, INC., a corporation organized and existing under the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

1. The name of the corporation (hereinafter called the "corporation") is Caring Technologies, Inc.
2. At a meeting of the Board of Directors of the corporation on January 28, 2000 the following resolution was duly adopted setting forth a proposed amendment of the Second Restated Certificate of Incorporation of the corporation, declaring said amendment to be advisable and calling for the approval of the stockholders:

Resolved, that the Second Restated Certificate of Incorporation of this corporation be amended by changing:

- (i) the Article thereof numbered "FIRST" so that, as amended, said Article shall be and read as follows:

"FIRST: The name of the corporation (hereinafter called the "Corporation") is iLife Systems, Inc."; and

- (ii) the Article thereof numbered "FOURTH A." so that, as amended, said Article shall be and read as follows:

"FOURTH:

A. This Corporation is authorized to issue two classes of shares to be designated respectively Preferred Stock ("Preferred Stock") and Common Stock ("Common Stock"). The total number of authorized shares of capital stock that the Corporation is authorized to issue is seventy million (70,000,000). The total number of shares of Preferred Stock this Corporation shall have the authority to issue is twenty million (20,000,000). The total number of shares of Common Stock this Corporation shall the authority to issue is fifty million (50,000,000). The

Preferred Stock shall have a par value of \$.01 per share and the Common Stock shall have a par value of \$.01 per share."

3. Thereafter, pursuant to the resolution of the Board of Directors and in lieu of a meeting of the stockholders, information was distributed to the stockholders of the corporation and the amendment was duly adopted by the stockholders of the corporation in accordance with the provisions of Section 228 and Section 242 of the General Corporation Law of the State of Delaware.
4. The capital of the corporation shall not be reduced under or by reason of said amendment.

BY: 
Edward L. Marsman
President

DATE: 3/22/00