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TO THE ASSISTANT COMMISSIONER OF PATENTS AND TRADEMARKS original documents or copy thereof.

1. Name of conveying party(ies): (If multiple assignors, list numerically)

NetPartners Internet Solutions, Inc.

5-23-00

- Individual
- Association
- General Partnership
- Limited Partnership
- Corporation - State: Delaware
- Other:

Additional name(s) of conveying party(ies) attached?

Yes  No

2. Name and address of receiving party(ies):

Name: WebSENSE, Inc.

Internal Address:

Street Address: 10240 Sorrento Valley Road

City: San Diego State: CA ZIP: 92121

- Individual
- Association
- General Partnership
- Limited Partnership
- Corporation - State: Delaware
- Other:

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If 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) and address(es) attached?

Yes  No

3. Nature of conveyance:

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

Execution Date: (If multiple assignors, list execution dates in numerical order corresponding to numbers indicated in 1 above) June 18, 1999

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

- a. Trademark Application No(s):
- b. Trademark Registration No(s):  
2,122,340; 2,189,713, respectively

Additional numbers attached?  Yes  No

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

Name: AnneMarie Kaiser  
 KNOBBE, MARTENS, OLSON & BEAR, LLP  
 Customer No. 20,995  
 Internal Address: Sixteenth Floor  
 Street Address: 620 Newport Center Drive  
 City: Newport Beach State: CA ZIP: 92660  
 Attorney's Docket No.: WEBSEN.009T/010T

7. Total fee (37 CFR 3.41): \$65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 11-1410

Please charge this account for any additional fees which may be required, or credit any overpayment to this account.

6. Total number of applications and registrations involved: 2

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.

AnneMarie Kaiser  
Name of Person Signing

Signature

May 18, 2000  
Date

Total number of pages including cover sheet, attachments and document: 5

Mail documents to be recorded with required cover sheet information to:

06/30/2000 DMGUYEN 00000017 2122340

01 FC:481 40.00 OP  
 02 FC:482 25.00 OP  
 S:\DOCS\VAOK\AOK-4224.DOC:dmr 051800

Commissioner of Patents and Trademarks  
 Box Assignments  
 Washington, D.C. 20231

**TRADEMARK**  
**REEL: 002093 FRAME: 0678**

*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 "NETPARTNERS INTERNET SOLUTIONS, INC.", CHANGING ITS NAME FROM "NETPARTNERS INTERNET SOLUTIONS, INC." TO "WEBSENSE, INC.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF JUNE, A.D. 1999, AT 9 O'CLOCK A.M.

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



*Edward J. Freel, Secretary of State*

2884933 8100

991262214

AUTHENTICATION: 9833753

DATE: 06-28-99

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 06/28/1999  
991262214 - 2884933

**CERTIFICATE OF AMENDMENT  
OF  
AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION**

NetPartners Internet Solutions, Inc., 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 NetPartners Internet Solutions, Inc., by the unanimous written consent of its members, adopted the following resolution:

RESOLVED: That the Amended and Restated Certificate of Incorporation of the Corporation be amended by changing Article I so that, as amended, said Article shall be and read as follows.

**"ARTICLE I**

**NAME**

The name of the Corporation is WebSENSE, Inc. (the "Corporation")."

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 a 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 provisions of Section 228 and 242 of the General Corporation Law of the State of Delaware.

FOURTH, the original Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on April 16, 1998, amended and restated on May 20, 1998, and again amended and restated on June 10, 1999.

IN WITNESS WHEREOF, NetPartners Internet Solutions, Inc. has caused this Certificate to be signed by Carrie Carlander its Secretary, a duly authorized officer, effective as of June 18, 1999.

NETPARTNERS INTERNET SOLUTIONS,  
INC., a Delaware corporation

By: 

Carrie Carlander, Secretary

\*\*\*Carlander Inc

0527555



**SECRETARY OF STATE**

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 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



*Bill Jones*

Secretary of State

A0527555

**ENDORSED-FILED**  
In the office of the Secretary of State  
of the State of California

JUN 30 1999

**BILL JONES, Secretary of State**

**AMENDED STATEMENT BY  
FOREIGN CORPORATION**

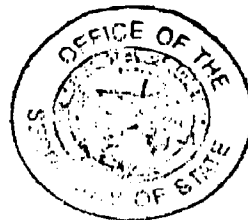
WebSENSE, Inc., a corporation organized and existing under the laws of the State of Delaware, and which is presently qualified for the transaction of intrastate business in the State of California, makes the following statement:

That the name of the corporation has been changed to that hereinabove set forth and that the name relinquished at the time of such change was NetPartners Internet Solutions, Inc.

NetPartners Internet Solutions, Inc.  
(Name of Corporation)

By: *Carrie Carlander*  
(Signature of Corporate Officer)

Carrie Carlander, Secretary  
(Name and Title of Officer Signing)



netpartamendstate.doc