

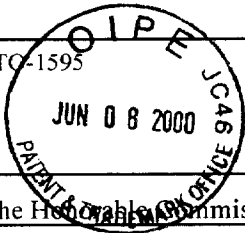
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FORM PTO-1595
1-31-92

RECOF

06-30-2000

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



TRAI



101392890

To the Honorable Commissioner of Patent

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Process Exchange, Inc.

MRD
6-8-00

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

Additional name of conveying party attached? Yes No

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

Name: Viacore, Inc.

Internal Address: Suite 1800

Street Address: 333 City Boulevard West

City: Orange State: CA ZIP: 92868

- Individual(s) citizenship
- Association
- Limited Partnership
- Corporation - State Delaware
- Other

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) & address(es) attached? Yes No

3. Nature of conveyance:

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

Execution Date: November 18, 1999

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

A. Trademark Application No.(s)

75/819479

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Stanley W. Sokoloff

Internal Address: Blakely, Sokoloff Taylor & Zafman

Street Address: 12400 Wilshire Boulevard

Seventh Floor

City: Los Angeles State: CA ZIP: 90025

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41)\$ 40.00

Enclosed

Deficiency of fees authorized to be charged to deposit account

8. Deposit account number:

02-2666

(Attach duplicate copy of this page if paying by deposit account)

5/29/2000 ASCOTT 00000123 75819479

DO NOT USE THIS SPACE

40.00

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.

Stanley W. Sokoloff

Name of Person Signing

Signature

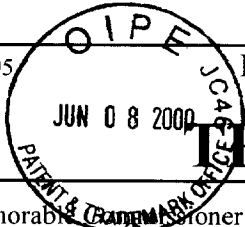
5/25/00

Date

Total number of pages comprising cover sheet: 1

Our File No. 04672.G003

TRADEMARK
REEL: 002094 FRAME: 0519



TRADEMARKS ONLY

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General Partnership Limited Partnership

Corporation - Delaware

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Stanley W. Sokoloff [Signature] 5/25/00

Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 1

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 "PROCESS EXCHAINGE, INC.", CHANGING ITS NAME FROM "PROCESS EXCHAINGE, INC." TO "VIACORE, INC.", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF NOVEMBER, A.D. 1999, AT 9 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

3029922 8100

001063336

AUTHENTICATION: 0275081

DATE: 02-23-00

MAY 24 '00 02:24PM

002

BLANC WILLIAMS

TRADEMARK
REEL: 002094 FRAME: 0521



STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 11/18/1999
991492538 - 3029922

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
PROCESS EXCHANGE, INC.

Process exchange, Inc., a corporation duly organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify that:

I. The amendment to the Corporation's Certificate of Incorporation set forth below was duly adopted in accordance with the provisions of Section 242 and has been unanimously consented to in writing by the stockholders, in accordance with Section 228 of the General Corporation Law of the State of Delaware.

II. Article First of the Corporation's Certificate of Incorporation is amended to read in its entirety as follows:

"FIRST: The name of this corporation is: Viacore, Inc."

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be executed by Fadi Chehade, its authorized officer, on this 17th day of November, 1999.

Fadi Chehade
Title: President

MAY 24 '00 02:24PM

RECORDED: 06/08/2000

BLANC WILLIAMS

TRADEMARK

REEL: 002094 FRAME: 0522