

08-08-2000

U.S. DEPARTMENT OF COMMERCE  
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To the Honorable Commissioner of Patents and Trademarks

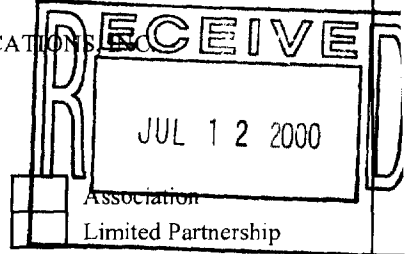
Original document or copy thereof.

1. Name of Party(ies) conveying an interest:  
HIGHWAYMASTER COMMUNICATIONS, INC.

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

2. Name and Address of Party(ies) receiving an interest:  
@TRACK COMMUNICATIONS, INC.  
1155 Kas Drive  
Richardson, Texas 75081

Individual       Association  
 General Partnership       Limited Partnership  
 Corporation - Delaware  
 Other  
 Citizenship



3. Interest Conveyed:

Assignment       Change of Name  
 Security Agreement       Merger  
 Other

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

Yes  
 No

Effective Date: April 6, 2000

4. Application number(s) or registration number(s). Additional sheet attached?      Yes      X      No

A. Trademark Application No.(s) 75/923,053

B. Trademark Registration No.(s)

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: One (1)

7. Amount of fee enclosed or authorized to be charged: \$40.00

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      [Signature]      July 12, 2000  
Name of Person Signing      Signature      Date

Total number of pages including cover sheet

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

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Mail documents to be recorded with required cover sheet information:

Commissioner of Patent and Trademarks  
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State of Delaware  
Office of the Secretary of State

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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 "HIGHWAYMASTER COMMUNICATIONS, INC.", CHANGING ITS NAME FROM "HIGHWAYMASTER COMMUNICATIONS, INC." TO "STRACK COMMUNICATIONS, INC.", FILED IN THIS OFFICE ON THE SIXTH DAY OF APRIL, 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.



2374419 8100

001175255

Handwritten signature of Edward J. Freel in cursive.

Edward J. Freel, Secretary of State

AUTHENTICATION: 0365032

DATE: 04-07-00

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 04/06/2000  
001175255 - 2374419

**CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
HIGHWAYMASTER COMMUNICATIONS, INC.**

HighwayMaster Communications, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), DOES HEREBY CERTIFY:

**FIRST:** That the Board of Directors of the Corporation, by unanimous written consent dated March 28, 2000, has duly adopted a resolution, pursuant to Sections 242 and 141(f) of the General Corporation Law of the State of Delaware, setting forth an amendment to the Certificate of Incorporation of the Corporation and declaring said amendment to be advisable and in the best interest of the Corporation.

**SECOND:** That in accordance with Sections 242 and 223 of the General Corporation Law of the State of Delaware at least a majority of the holders of the stock of every class entitled to vote on said amendment have duly approved and adopted said amendment pursuant to written consents. Prompt written notice of the adoption of the amendment will be given as provided in Section 223 of the General Corporation Law of the State of Delaware to every stockholder entitled to such notice.

**THIRD:** The effective date of said amendment shall be April 10, 2000.

**FOURTH:** That the amendment is as follows:

Article I of the Certificate of Incorporation of the Corporation shall be amended to read in its entirety as follows:

**I. NAME**

The name of the corporation is @Track Communications, Inc.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment of Certificate of Incorporation to be signed by the undersigned duly authorized officer this 3<sup>rd</sup> day of April, 2000.

HIGHWAYMASTER COMMUNICATIONS, INC.

By:

*[Signature]*  
Anna A. Bell  
Chief Executive Officer

ALM100000-DALLAS(149713)