

09-22-2000



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9-31-00

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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
Month Day Year

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 receiving 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

FOR OFFICE USE ONLY

09/21/2000 MTHAI1 00000152 75769479

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

09/21/2000 MTHAI1
Name/Number 75769479
\$25.00 CR

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignment, Washington, D.C. 20231

TRADEMARK
REEL: 002143 FRAME: 0913

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 including any attachments.

#

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="75/769,479"/>	<input type="text" value="75/473,412"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1,746,959"/>	<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 CFR 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.

Susan C. Shin, Esq.

Name of Person Signing

Susan C. Shin (lam)

Signature

8/31/00

Date Signed

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "FENICS SOFTWARE INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE NINETEENTH DAY OF JULY, A.D. 1995, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "INVENTURE, INC." TO "ASTROGAMMA INC.", FILED THE THIRTIETH DAY OF JANUARY, A.D. 1996, AT 11:15 O'CLOCK A.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE TENTH DAY OF JUNE, A.D. 1996, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "ASTROGAMMA INC." TO "INVENTURE AMERICA INC.", FILED THE EIGHTH DAY OF AUGUST, A.D. 1996, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "INVENTURE AMERICA INC." TO "FENICS SOFTWARE INC.", FILED THE NINTH DAY OF FEBRUARY, A.D. 2000, AT 9 O'CLOCK A.M.

CERTIFICATE OF CORRECTION, FILED THE SEVENTEENTH DAY OF FEBRUARY, A.D. 2000, AT 9 O'CLOCK A.M.



2525247 8100H

001432477

A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 0640968

DATE: 08-25-00

TRADEMARK
REEL: 002143 FRAME: 0915

State of Delaware
Office of the Secretary of State

PAGE 2

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID
CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE
AFORESAID CORPORATION.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2525247 8100H

AUTHENTICATION: 0640968

001432477

DATE: 08-25-00

TRADEMARK
REEL: 002143 FRAME: 0916

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 07/19/1995
950161658 - 2525247

**CERTIFICATE OF INCORPORATION
OF**

**Inventure, Inc.
A CLOSE CORPORATION**

FIRST: The name of this corporation is Inventure, Inc.

SECOND: Its registered office in the State of Delaware is to be located at Three Christina Centre, 201 N. Walnut St., Wilmington, DE 19801, County of New Castle. The registered agent in charge thereof is The Company Corporation, address "same as above".

THIRD: The nature of the business and the objects and purposes proposed to be transacted, promoted and carried on, are to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH: The amount of total authorized shares of stock of this corporation is 1 shares of
NO par value.

FIFTH: The name and mailing address of the incorporator is:
Regina Cephas, Three Christina Centre, 201 N. Walnut St., Wilmington DE 19801

SIXTH: All of the corporation's issued stock, exclusive of treasury shares, shall be held of record by not more than thirty (30) persons.

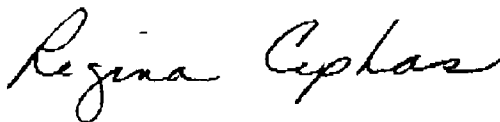
SEVENTH: All of the issued stock of all classes shall be subject to one or more of the restrictions on transfer permitted by Section 202 of the General Corporation Law.

EIGHTH: The corporation shall make no offering of any of its stock of any class which would constitute a "public offering" within the meaning of the United States Securities Act of 1933 as it may be amended from time to time.

NINTH: Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach involves: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

I, THE UNDERSIGNED, for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate and do certify that the facts herein are true, and I have accordingly hereunto set my hand.

DATED: JULY 19, 1995



**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
INVENTURE, INC.**

(Under Section 241 of the General Corporation Law)

The undersigned, being the President of Inventure, Inc., a Delaware corporation (the "Corporation"), hereby certifies that:

1. The name of the corporation is, and has been since its incorporation, Inventure, Inc.
2. The Certificate of Incorporation was filed by the Secretary of State on July 19, 1995.
3. The Corporation has not received any payment for any of its stock as of the date hereof.
4. Article FIRST of the Certificate of Incorporation is hereby deleted and the following is substituted therefor:

FIRST: The name of this corporation is Astrogamma Inc.
5. Article FOURTH of the Certificate of Incorporation is hereby deleted and the following is substituted therefor:

FOURTH: The amount of total authorized shares of stock of this corporation is one thousand (1,000) shares of common stock without par value.

6. The foregoing amendments have been duly adopted by the unanimous consent in writing of the members of the Board of Directors of the Corporation, in accordance with Section 241 of the General Corporation Law.

IN WITNESS WHEREOF, this certificate has been signed on the 29th day of January, 1996.

Attested to:

Brendan Foley
Secretary

Michael Adam
President

**CERTIFICATE OF CHANGE OF LOCATION OF REGISTERED OFFICE
AND OF REGISTERED AGENT**

OF

**ASTROGAMMA INC.
(A Delaware Corporation)**

IT IS HEREBY CERTIFIED THAT:

1. The name of the corporation is ASTROGAMMA INC. (hereinafter called "corporation").
2. The registered office of the corporation within the State of Delaware is hereby changed to 1013 Centre Road, City of Wilmington 19805, County of New Castle..
3. The registered agent of the corporation within the State of Delaware is hereby changed to Corporation Service Company, the business office of which is identical with the registered office of the corporation as hereby changed.
4. The corporation has authorized the changes hereinbefore set forth by resolution of its Board of Directors.

THE UNDERSIGNED does hereto set my hand this 28th day of May, 1996.


Edward P. Duffy, Esq.
Assistant Secretary

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 06/10/1996
960167402 - 2525247

**TRADEMARK
REEL: 002143 FRAME: 0920**

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
ASTROGAMMA INC.**

The undersigned, being Vice President of Astrogamma Inc., A Delaware corporation (the "Corporation"), hereby certifies that:

1. The name of the Corporation is ASTROGAMMA INC.
2. The Certificate of Incorporation was filed by the Secretary of State on July 19, 1995.
3. Article FIRST of the Certificate of Incorporation is hereby deleted and the following is substituted therefor:
"FIRST: The name of this corporation is Inventure America Inc."
4. Article FOURTH of the Certificate of Incorporation is hereby deleted and the following is substituted therefor:
"FOURTH: The amount of total authorized shares of stock of this corporation is two thousand (2,000) shares of common stock without par value."
5. The foregoing amendments have been duly adopted by the unanimous consent in writing of the members of the Board of Directors of the Corporation in accordance with Section 242 of the General Corporation Law.

IN WITNESS WHEREOF, this certificate has been signed on the 6 day of August, 1996.

Attested to:



Mark Simon, Vice President

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
INVENTURE AMERICA INC.**

It is hereby certified that:

The name of the corporation (hereinafter called the "corporation")
is INVENTURE AMERICA INC.

The Certificate of Incorporation was filed by the Secretary of State
on July 19, 1995.

Article FIRST of the Certificate of Incorporation is hereby deleted
and the following is substituted therefor:

"FIRST: The name of this corporation is FENICS SOFTWARE
INC."

The foregoing amendment of the certificate of incorporation herein
certified has been duly adopted and written consent has been given in accordance with the
provisions of section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, this certificate has been signed on the
6th day of February, 2000

/S/ MARK SIMON

By: Mark Simon, Vice President

BRMFS1 182824.01

TRADEMARK
REEL: 002143 FRAME: 0922

**CORRECTED CERTIFICATE
OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF**

FENICS SOFTWARE INC.

(formerly known as Inventure America Inc.)

Certificate of Amendment filed on February 9, 2000

The corrected certificate is being filed in order to correct the signatory which was filed erroneously and should read as follows:

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION**

It is hereby certified that:

The name of the corporation (hereinafter called the "corporation")
is **INVENTURE AMERICA, INC.**

The Certificate of Incorporation was filed by the Secretary of State
on July 19, 1995.

Article **FIRST** of the Certificate of Incorporation is hereby deleted
and the following is substituted therefor:

"**FIRST**: The name of this corporation is **FENICS SOFTWARE
INC.**"

The foregoing amendment of the certificate of incorporation herein
certified has been duly adopted and written consent has been given in accordance with the
provisions of section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, this certificate has been signed on the
6th day of February, 2000

/S/ J. CHRISTOPHER GIANCARLO

By: J. Christopher Giancarlo,
Assistant Secretary

BRMF51 184265.01

No. 1046 P. 2

CSC FEB 18 2000 5:44PM