

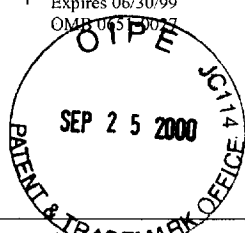
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FORM PTO-1618A

Expires 06/30/99
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09-29-2000

U.S. Department of Commerce
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TRADEMARK



101476078

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Conveyance Type

- Assignment
- Security Agreement
- Merger
- Change of Name
- Other
- License
- Nunc Pro Tunc Assignment
Effective Date
Month Day Year

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
 - Corporation
 - Association
 - Other
 - Citizenship/State of Incorporation/Organization
- 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.)

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Name
Address (line 1)
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Correspondent Name and Address

Area Code and Telephone Number

(513) 651-6951

Name
Address (line 1)
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Pages

Enter the total number of pages of the attached conveyance document including any attachments.

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Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers are 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="75/679,746"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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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

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Deposit Account
(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

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Statement and Signature

To the best of my knowledge and belief, the foregoing 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.

Lori Krafte, Esq.
Name of Person Signing

Lori Krafte
Signature

9/15/00
Date Signed



Prescribed by **J. Kenneth Blackwell**

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Yes

CERTIFICATE OF AMENDMENT BY SHAREHOLDERS TO ARTICLES OF

Client Server Associates, Inc.

(Name of Corporation)

837004

(charter number)

John T. Bostick, who is the President

of the above named Ohio corporation organized for profit, does hereby certify that: (Please check the appropriate box and complete the appropriate statements.)

a meeting of the shareholders was duly called and held on January 13, 2000 at which meeting a quorum the shareholders was present in person or by proxy, and that by the affirmative vote of the holders of shares entitling them to exercise 100 % of the voting power of the corporation,

in a writing signed by all the shareholders who would be entitled to notice of a meeting held for that purpose, the following resolution to amend the articles was adopted:

SEE ATTACHED RESOLUTIONS

RECEIVED

JAN 25 2000

J. KENNETH BLACKWELL
SECRETARY OF STATE

IN WITNESS WHEREOF, the above named officer, acting for and on behalf of the corporation, has hereunto subscribed his name on January 13, 2000
(gender)

By:

John T. Bostick, President

Title:

John T. Bostick, President



RESOLVED FURTHER, that Article First of the Articles of Incorporation of the Corporation be amended to read as follows:

FIRST: The name of the corporation is Lûcrum Incorporated.

RESOLVED FURTHER, that Article Fourth of the Articles of Incorporation be amended to read as follows:

FOURTH: The number of shares which the Corporation is authorized to have outstanding is One Hundred Thousand Three Hundred Fifty (100,350), which shall be comprised of: (a) Four Hundred (400) voting common shares, all of which shall be without par value; and (b) Ninety Nine Thousand Nine Hundred Fifty (99,950) nonvoting common shares, all of which shall be without par value. The nonvoting common shares shall have all of the same rights, privileges and preferences, in all respects, as the voting shares, except that such nonvoting shares shall not have any voting rights, except as otherwise required by law.



**MINUTES OF SPECIAL MEETING
OF
THE SHAREHOLDERS OF
CLIENT SERVER ASSOCIATES, INC.**

A meeting of all of the shareholders entitled to vote of Client Server Associates, Inc. (the "Corporation") was held at 312 Plum Street, Cincinnati, Ohio, on January 13, 2000 at 10:00 a.m.

The meeting was called to order by John T. Bostick, Trustee of the John T. Bostick Declaration of Trust, the only shareholder of the Corporation entitled to vote, who served as Chairperson and Secretary of the meeting.

The purpose of the meeting was twofold. First, the shareholder was to vote on a proposal submitted by the directors of the Corporation to amend the Corporation's Articles of Incorporation to change the name of the Corporation from Client Server Associates, Inc. to Lûcrum Incorporated. Second, the shareholder was to vote on a proposal submitted by the directors to amend the Corporation's Articles of Incorporation to further increase the number of authorized nonvoting shares of the Corporation from 99,600 to 99,950, so as to enable the Corporation to maintain in reserve 10,000 nonvoting shares for stock options to be granted under the Corporation's 1999 Stock Option Plan.

Mr. Bostick agreed with the directors' position that it was in the best interests of the Corporation and its shareholders to amend the Corporation's Articles of Incorporation to change the name of the Corporation to Lûcrum Incorporated and to increase the number of authorized nonvoting shares from 99,600 to 99,950, and, on motion made, seconded, and unanimously adopted the following resolutions were passed:

RESOLVED, that the Articles of Incorporation of the Corporation be amended to change the name of the Corporation from Client Server Associates, Inc. to Lûcrum Incorporated;

RESOLVED FURTHER, that Article First of the Articles of Incorporation of the Corporation be amended to read as follows:

FIRST: The name of the corporation is Lûcrum Incorporated.

RESOLVED FURTHER, that the Articles of Incorporation of the Corporation be amended to increase the number of authorized nonvoting shares of the Corporation from 99,600 to 99,950;

RESOLVED FURTHER, that Article Fourth of the Articles of Incorporation be amended to read as follows:

FOURTH: The number of shares which the Corporation is authorized to have outstanding is One Hundred Thousand Three Hundred Fifty (100,350), which shall be comprised of: (a) Four Hundred (400) voting common shares, all of which shall be without par value; and (b) Ninety Nine Thousand Nine Hundred Fifty (99,950) nonvoting common shares, all of which shall be without par value. The nonvoting common shares shall have all of the same rights, privileges and preferences, in all respects, as the voting shares, except that such nonvoting shares shall not have any voting rights, except as otherwise required by law.

RESOLVED FURTHER, that the directors and officers of the Corporation shall take such action and execute and cause to be filed all documents necessary to carry out the foregoing resolutions, including but not limited to, a Certificate of Amendment to the Articles of Incorporation of the Corporation.

There being no further business, the meeting was adjourned.



John T. Bostick, Trustee
Secretary of the Meeting

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