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12-26-2000



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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 Brooktrout Technology, Inc.

Formerly

Execution Date
Month Day Year
05 13 1999

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization - Massachusetts

1846959

Receiving Party

Mark if additional names of receiving attached

Name Brooktrout, Inc.

DBA/AKA/TA

Composed of

Address (line 1) 250 First Avenue

Address (line 2) Suite 300

Address (line 3) Needham MA 02492
City State/Country Zip Code

- Individual
 - Corporation
 - Other
 - Citizenship/State of Incorporation/Organization - Massachusetts
 - General Partnership
 - Association
 - 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.)

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12/22/2000 MTHA11 00000277 1886959

01 FC:481 40.00 DP
02 FC:482 350.00 DP

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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 (617) 570-1292

Name Miriam J. Rovner
Address (line 1) Goodwin, Procter & Hoar LLP
Address (line 2) Exchange Place
Address (line 3) 53 State Street
Address (line 4) Boston, MA 02109-2881

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

4

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

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Mark if additional numbers attached

Trademark Application Number(s)

See attached Schedule A

Registration Number(s)

See attached Schedule A

Number of Properties

Enter the total number of properties involved

11

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 290.00

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:

07-1700

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.

Thomas P. Storer, P.C.
Name of Person Signing


Signature

December 6, 2000
Date Signed

BROOKTROUT, INC.

Schedule A

Registered Trademarks:

<u>Mark</u>	<u>Registration Number</u>
RHETOREX	1,886,959
BROOKTROUT and Design	2,113,880
ACTIVECALL	2,385,943
BROOKTROUT	2,119,415
SHOW N TEL	2,108,811
TRUFAX	2,171,194
TRUE FAX	1,644,308

Trademark Applications:

<u>Mark</u>	<u>Application Serial Number</u>
TRXSTREAM	76/018,535
REALCOMM 100	75/907,429
YOUR HOOK INTO THE NEW NETWORK	76/002,775
THE NEW NETWORK	76/018,538

1059276.1 libc

JSR
Examiner

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

021

YE
Name Approved
fes
MB

ARTICLES OF AMENDMENT (General Laws, Chapter 156B, Section 72)

We, Eric R. Giler, * President ~~VICE PRESIDENT~~,

and David W. Duehren, * Clerk / ~~Assistant Clerk~~

of Brooktrout Technology, Inc.

(Exact name of corporation)

located at: 410 First Avenue, Needham, Massachusetts 02494
(Street address of corporation in Massachusetts)

certify that these Articles of Amendment affecting articles numbered:

One

(Number those articles 1, 2, 3, 4, 5, and/or 6 being amended)

of the Articles of Organization were duly adopted at a meeting held on May 13, 1999, by vote of:

9,832,447 shares of common stock, \$.01 par value of 10,907,012 shares outstanding.
(type, class & series, if any)

_____ shares of _____ of _____ shares outstanding, and
(type, class & series, if any)

_____ shares of _____ of _____ shares outstanding.
(type, class & series, if any)

- C
- P
- M
- R.A.

*being at least a majority of each type, class or series outstanding and entitled to vote thereon; ~~xxxxx~~ ~~being at least one~~
~~share of each type, class or series of the corporation entitled to vote thereon; and~~
~~the amendment is not being adopted by the affirmative vote of a majority of the~~
~~shares of each type, class or series of the corporation entitled to vote thereon;~~

Voted: That the name of the Corporation be changed from Brooktrout Technology, Inc. to Brooktrout, Inc.

To *change* the number of shares and the par value (if any) of any type, class or series of stock which the corporation is authorized to issue, fill in the following:

The total *presently* authorized is:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

Change the total authorized to:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 156B, Section 6 unless these articles specify, in accordance with the vote adopting the amendment, a *later* effective date not more than *thirty days* after such filing, in which event the amendment will become effective on such later date.

Later effective date: _____.

SIGNED UNDER THE PENALTIES OF PERJURY, this 13th day of May, 1999.

Eric R. Giler, *President / ~~Vice President~~

David W. Buehren, *Clerk / ~~XXXXXXXXXX~~

**Delete the inapplicable words.*

659451

THE COMMONWEALTH OF MASSACHUSETTS

9744-51

ARTICLES OF AMENDMENT
(General Laws, Chapter 156B, Section 72)

59 MAY 18 PM 12:07

I hereby approve the within Articles of Amendment, and the filing fee in the amount of \$ 100.00 having been paid, said article is deemed to have been filed with me this 13th day of May, 19 99.

Effective date: _____

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

A TRUE COPY ATTEST

WILLIAM FRANCIS GALVIN
SECRETARY OF THE COMMONWEALTH
DATE 5/13/99 CLERK

TO BE FILLED IN BY CORPORATION
Photocopy of document to be sent to:

John Molloy
Goodwin, Procter & Hoar LLP
53 State Street, Boston, MA 02109