

03-08-2001



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2-76-01

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

Execution Date
Month Day Year

Name

Formerly

75657101

- 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/IAKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- 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

03/07/2001 08:48:56 00000195 75657101
FL:483 40.00

FOR OFFICE USE ONLY

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 Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002246 FRAME: 0358

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="75657101"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<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.

Daniel Freund
Name of Person Signing

Daniel Freund
Signature

Jan 25, 2001
Date Signed

Minimum Fee \$80 (See §1401 sub-§16)

DOMESTIC
BUSINESS CORPORATION

STATE OF MAINE

RESTATED
ARTICLES OF INCORPORATION

(Shareholders Voting as One Class)

File No. 19940288 D Pages 13
Fee Paid \$ 115
DCN 1993551400020 REST
-----FILED-----
12/21/1999
Deputy Secretary of State

A True Copy When Attested By Signature


Deputy Secretary of StateR & D Software, Inc.

(Name of Corporation)

Pursuant to 13-A MRSA §809, the undersigned corporation adopts these Restated Articles of Incorporation:

FIRST: All outstanding shares were entitled to vote on the following restatement as one class.

SECOND: The restatement set out in Exhibit A attached contains the same information and provisions as are required for original articles. Statements as to the incorporator or incorporators and the initial directors may be omitted. This restatement was adopted by the shareholders on (date) December 21, 1999 ("X" one box only) at a meeting legally called and held OR by unanimous written consent

THIRD: Shares outstanding and entitled to vote and shares voted for and against said restatement were:

<u>Number of Shares Outstanding and Entitled to Vote</u>	<u>NUMBER Voted For</u>	<u>NUMBER Voted Against</u>
150	150	0

FOURTH: If such restatement provides for exchange, reclassification or cancellation of issued shares, the manner in which this shall be effected is contained in Exhibit B attached if it is not set forth in the restatement itself.

FIFTH: If the restatement changes the number or par values of authorized shares, the number of shares the corporation has authority to issue thereafter, is as follows:

<u>Class</u>	<u>Series (If Any)</u>	<u>Number of Shares</u>	<u>Par Value (If Any)</u>
Common Stock	None	200,000	\$.01 per share
Preferred Stock	Series A	25,000	\$.01 per share
Preferred Stock	Undesignated	15,000	\$.01 per share

The aggregate par value of all such shares (of all classes and series) having par value is \$ 2,400.00The total number of all such shares (of all classes and series) without par value is 0 shares

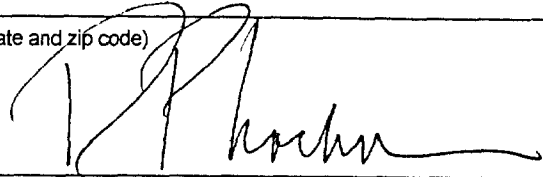
SIXTH: The address of the registered office of the corporation in the State of Maine is 158 Pleasant Avenue

Portland, ME 04103-3204

(street, city, state and zip code)

DATED December 21, 1999

*By



(signature)

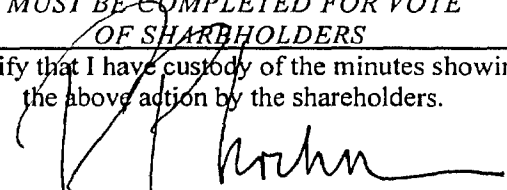
David P. Crocker, Clerk

(type or print name and capacity)

*By

(signature)

(type or print name and capacity)

MUST BE COMPLETED FOR VOTE OF SHAREHOLDERS
I certify that I have custody of the minutes showing the above action by the shareholders.

(signature of clerk, secretary or asst. secretary)

NOTE: This form should not be used if any class of shares is entitled to vote as a separate class for any of the reasons set out in §806. or because the articles so provide. For vote necessary for adoption see §805.

*This document MUST be signed by (1) the Clerk OR (2) the President or a vice-president *and* the Secretary or an assistant secretary, or such other officer as the bylaws may designate as a 2nd certifying officer OR (3) if there are no such officers, then a majority of the Directors or such directors as may be designated by a majority of directors then in office OR (4) if there are no such directors, then the Holders or such of them as may be designated by the holders, of record of a majority of all outstanding shares entitled to vote thereon OR (5) the Holders of all of the outstanding shares of the corporation.

SUBMIT COMPLETED FORMS TO: CORPORATE EXAMINING SECTION, SECRETARY OF STATE,
101 STATE HOUSE STATION, AUGUSTA, ME 04333-0101
TEL. (207) 287-4195

COMMON CENSUS, INC.

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

The following amended and restated Articles of Incorporation have been adopted by unanimous written consent of the shareholders of Common Census, Inc. (the "Corporation"). The Corporation was formerly known as R&D Software, Inc. The Articles of Incorporation of the Corporation were originally filed in the office of the Secretary of State of Maine on August 16, 1993.

FIRST: The name of the Corporation is Common Census, Inc., and it is located in Maine at Portland.

SECOND: The name of its Clerk, who must be a Maine resident, and the address of its registered office shall be:

David P. Crocker, 158 Pleasant Avenue, Portland, ME 04103-3204

THIRD: The number of directors constituting the board of directors shall be not less than 1 nor more than 9 directors.

FOURTH: Within the foregoing limits, the number of directors may be increased or decreased from time to time by resolution of the shareholders or by resolution of the directors.

FIFTH: There shall be two classes of shares, as set forth in Schedule 1 attached hereto and made a part hereof.

SIXTH: Meetings of the shareholders may be held outside the State of Maine.

SEVENTH: There are no preemptive rights.

EIGHTH: Pursuant to 13-A M.R.S.A. § 517(2), the Corporation may make distributions to its shareholders from capital surplus.

UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office
Trademark Certificate of Name Change

I, Daniel Freund, hereby certify:

1. My name is Daniel Freund and I am the President of Common Census, Inc., formerly R & D Software, Inc., a Maine corporation, and that I have personal knowledge of the following.
2. As of December 21, 1999, R & D Software, Inc. amended its Articles of Incorporation so as to change its name from "R & D Software, Inc." to "Common Census, Inc." A true copy of the amendment from the Maine Secretary of State is attached hereto as Exhibit A.

DATED: ^{Feb} ~~January~~ ¹³ ____, 2001

Common Census, Inc.



By: Daniel Freund
Its: President

STATE OF MAINE
Cumberland, ss

^{Feb} ~~January~~ ¹³ ____, 2001

Personally appeared the above-named Daniel Freund and acknowledged the above instrument to be his free act and deed individually and in his capacity as President of Common Census, Inc. and the free act and deed of Common Census, Inc.

Before Me,



Notary Public

My Commission Expires:

Michael A. Bergeron
NOTARY PUBLIC, MAINE
MY COMMISSION EXPIRES JULY 1, 2008