

03-20-2001

Docket No.:

097229-0008



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To the Honorable Commissioner of Patent

Attached original documents or copy thereof.

1. Name of conveying party(ies):

Cablesoft Technologies, Inc.

- Individual(s)
- General Partnership
- Corporation-State **Delaware**
- Other

- Association
- Limited Partnership

Additional names(s) of conveying party(ies) Yes No

2. Name and address of receiving party(ies):

Name: **iTracs Corporation**

Internal Address: **Suite 520**

Street Address: **1501 Fountainhead Parkway**

City: **Tempe** State: **AZ** ZIP: **85282**

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

If assignee is not domiciled in the United States, a domestic designation is Yes No
(Designations must be a separate document from this form) Yes No
Additional name(s) & address(es)

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: **December 29, 2000**

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

75/928,386

Additional numbers

B. Trademark Registration No.(s)

Yes No

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DIVISION

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: **Kiersten M. Skog**

Internal Address: **Stroock & Stroock & Lavan LLP**

Street Address: **180 Maiden Lane**

City: **New York** State: **NY** ZIP: **10038**

6. Total number of applications and registrations involved:.....

1

7. Total fee (37 CFR 3.41):.....\$ **\$40.00**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

19-4709

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.

Kiersten M. Skog

Name of Person Signing

Signature

3/19/01

Date

Total number of pages including cover sheet, attachments, and

3

**CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION OF
CABLESOFT TECHNOLOGIES, INC.**

CABLESOFT TECHNOLOGIES, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Company"), **DOES HEREBY CERTIFY:**

FIRST: That the Board of Directors of the Company, at the Annual Meeting of the Board of Directors on December 7, 2000, adopted a resolution setting forth a proposed Amendment to the Certificate of Incorporation of the Company, declaring said Amendment to be advisable. The resolution setting forth the proposed Amendment is as follows:

RESOLVED, that the Certificate of Incorporation of the Company be amended by deleting in its entirety Article First thereof, and by inserting in lieu thereof the provision hereinafter set forth so that the said Article First shall be and read as follows:

"FIRST. The name of the corporation is **ITRACS Corporation."**

SECOND: That thereafter, said Amendment has been consented to and authorized by the holder of all the issued and outstanding stock entitled to vote thereon by a written Consent given in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware and filed with the Company on December 29, 2000.

THIRD: That said Amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said **CABLESOFT TECHNOLOGIES, INC.** has caused this Certificate to be signed by its Secretary this 29th day of December, 2000.

CABLESOFT TECHNOLOGIES, INC.

By: *Robert Vanscko*
Robert Vanscko
Its Secretary

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 12/29/2000
001636216 - 286218

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Office of the Secretary of State

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 "CABLESOFT TECHNOLOGIES, INC.", CHANGING ITS NAME FROM "CABLESOFT TECHNOLOGIES, INC." TO "ITRACS CORPORATION", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF DECEMBER, 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.



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION: 0884312

DATE: 12-29-00

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