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U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies) FundsXpress, Inc.</p> <p><input type="checkbox"/> Individual <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State-Texas <input type="checkbox"/> Other _____</p> <p>Additional name(s) and address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies): Name: FundsXpress Financial Network, Inc. Internal Address: Street Address: 11950 Jollyville Road City/State/Zip: Austin, Texas 78759-2309</p> <p><input type="checkbox"/> Individual <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State-Texas <input type="checkbox"/> Other _____</p>
<p>3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>December 8, 1999</u></p>	<p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from Assignment)</p> <p>Additional name(s) and address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s) 76017612; 75504814; 75260063</p> <p>B. Trademark Registration No.(s): 2365907; 2380580; 2380255</p> <p style="text-align: right;"><input type="checkbox"/> Mark if additional numbers attached</p>	
<p>5. Name and address of party to whom correspondence concerning document should be mailed: Michael R. Schulman Locke Liddell & Sapp LLP 2200 Ross Avenue, Suite 2200 Dallas, Texas 75201-6776</p>	<p>6. Total number of applications and registration involved: 6</p> <p>7. Total fee (37 CFR 3.41) \$ 165.00</p> <p><input checked="" type="checkbox"/> Enclosed</p> <p><input checked="" type="checkbox"/> Any deficiencies or overpayments are authorized to be charged to or credited to deposit account</p> <p>8. Deposit Account Number: <u>12-1781</u></p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>

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.

Michael R. Schulman
Name of Person Signing

Signature

May 16, 2001
Date

Total number of pages including cover sheet, attachments and document: 4



The State of Texas

SECRETARY OF STATE

CERTIFICATE OF AMENDMENT OF

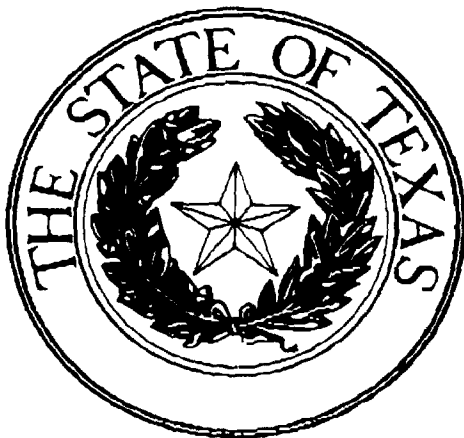
FUNDSPRESS FINANCIAL NETWORK, INC.
FORMERLY: FUNDSPRESS, INC.
FILE NO. 1473188-00

The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of Amendment for the above named entity have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Amendment.

Dated: December 8, 1999

Effective: December 8, 1999



Elton Bomer
Secretary of State

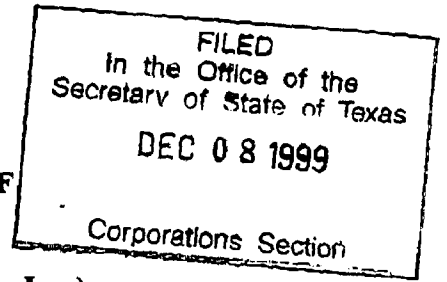
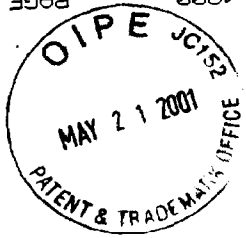
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LOCKE LIDDELL & SAPP LLP



**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
FUNDSXPRESS, INC.**

(Changing its Name to FundsXpress Financial Network, Inc.)

Dated as of September 28, 1999

Pursuant to the provisions of Article 4.04 of the Texas Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE I.

The name of the corporation is FundsXpress, Inc.

ARTICLE II.

The following amendment to the corporation's Articles of Incorporation was adopted by the shareholders of the corporation on September 28, 1999.

ARTICLE ONE of the Articles of Incorporation is amended and restated to read as follows:

"ARTICLE ONE

Name

The name of the corporation is FundsXpress Financial Network, Inc."

ARTICLE III.

The number of shares of the corporation outstanding at the time of such adoption was 10,229,440 shares of Common Stock and no shares of Preferred Stock; and the number of shares entitled to vote thereon was 10,229,440.


Legal/Corp/ArtAmendFXTX10-20-99

ARTICLE IV.

The holders of all of the shares outstanding and entitled to vote on said amendment have signed a consent in writing adopting said amendment, pursuant to Article 9.10 adopting said amendment, and any written notice required by Article 9.10 has been given.

FUNDSPRESS, INC.

By:



John A. Burns, President and CEO