

6-7-01



To the Honorable Commissioner of Patents and Trademarks, U.S. Department of Commerce, Washington, DC 20514, and attached original documents or copy thereof.

101746500



1. Name(s) of conveying party(ies):
 Brooktrout Technology, Inc.

Individual(s)
 Association
 Limited Partnership
 Corporation of Massachusetts
 General Partnership
 Other:

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

Name: Brooktrout, Inc.
 Address: 410 First Avenue
 Needham, MA 02494

Additional name(s) of conveying party(ies) attached? Yes No

Individual(s)
 Association
 General Partnership
 Limited Partnership
 Corporation of Massachusetts
 Other:

3. Nature of conveyance:

Assignment
 Merger
 Security Agreement
 Change of Name
 Other:

If assignee is not domiciled in the United States, a domestic representative is attached: Yes No

(Designation must be a separate document from Assignment)

Execution Date: May 13, 1999

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application Number(s):

B. Trademark Registration Number(s):

2,385,943
2,108,811

Additional numbers attached?

Yes No

40E

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

Name: Lisa Peller London
 Address: FINNEGAN, HENDERSON, FARABOW,
 GARRETT & DUNNER, L.L.P.
 1300 I Street, N.W.
 Washington, D.C. 20005-3515

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): \$65.00

Enclosed
 Authorized to be charged to deposit account
 Authorized to be charged to deposit account only if fee is deficient

8. Deposit Account No.: 06-0916

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.

Carolyn E. Morris

Name of person signing

Signature

6-7-01

Date

Total number of pages including cover sheet, attachments and documents: 5

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, 19 99.

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

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

*Delete the inapplicable words.

659451

THE COMMONWEALTH OF MASSACHUSETTS

914-81

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

99 JUL 13 PM 12:57

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

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

A TRUE COPY ATTEST
William Francis Galvin
WILLIAM FRANCIS GALVIN
SECRETARY OF THE COMMONWEALTH
DATE 6/3/99 CLERK *[Signature]*

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