

06-18-2001

Docket No.:

38437.0500 & .0600



Tab settings

To the Honorable Commissioner of Patent.

101752844

ached original documents or copy thereof.

1. Name of conveying party(ies):

NetFrontier, Inc.

6-17-01

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

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

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

Name: Apriva, Inc.

Internal Address: Suite 700

Street Address: 6900 E. Camelback Road

City: Scottsdale State: AZ ZIP: 85251

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

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

3. Nature of conveyance:

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

Execution Date: December 7, 2000

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

A. Trademark Application No.(s)

76/182,149

76/182,530

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Howard I. Sobelman

Internal Address: Snell & Wilmer L.L.P.

06/15/2001 670411 00000068 76182149

01 FC:481 40.00 DP
02 FC:482 25.00 DP

Street Address: One Arizona Center

400 E. Van Buren

City: Phoenix State: AZ ZIP: 85004

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

8. Deposit account number:

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.

Howard I. Sobelman

Name of Person Signing

Signature

June 8, 2001

Date

4

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

State of Delaware
Office of the Secretary of State

PAGE 1

Enclosure #3

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 "NETFRONTIER, INC.", CHANGING ITS NAME FROM "NETFRONTIER, INC." TO "APRIVA, INC.", FILED IN THIS OFFICE ON THE SEVENTH DAY OF DECEMBER, A.D. 2000, AT 4 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3293031 8100

001613847



Edward J. Freel
Edward J. Freel, Secretary of State
AUTHENTICATION: 0840293

DATE: 12-07-00

DEC-07-2000 15:24

CT Phoenix

ENCLOSURE #3
(continued)
P. 02/03

CERTIFICATE OF AMENDMENT
TO
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
NETFRONTIER, INC.

NETFRONTIER, INC., a corporation organized and existing under the laws of the State of Delaware, hereby certifies as follows:

FIRST: That at a meeting of the Board of Directors of NETFRONTIER, INC. (the "Corporation") on December 7, 2000, resolutions were duly adopted setting forth a proposed amendment to the Amended and Restated Certificate of Incorporation of the Corporation, declaring said amendment to be advisable and directing that said amendment be considered at the next special meeting of the stockholders of the Corporation. The resolutions setting forth the proposed amendment are as follows:

RESOLVED, that Article I of the Corporation's Amended and Restated Certificate of Incorporation be, and hereby is, amended in its entirety to read as follows:

Article I. The name of this corporation is Apriva, Inc.

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a Special Meeting of the stockholders of the Corporation was duly called and held on December 7, 2000, upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

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

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:00 PM 12/07/2000
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DEC-07-2000 15:24

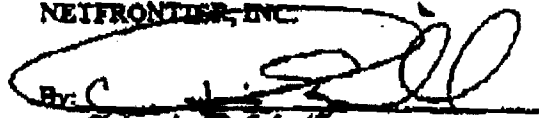
27 Phoenix

Enclosure # 3

P.03 03
(continued)


IN WITNESS WHEREOF, NETFRONTIER, INC. has caused this certificate to be signed by Christopher D. Spinella, its Chairperson and Chief Executive Officer, and attested by D. Christopher Ward, its Secretary, this 7th day of December, 2000.

NETFRONTIER, INC.



Christopher D. Spinella
Chairman and Chief Executive Officer

ATTEST:


D. Christopher Ward, Secretary

#123647v1

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TOTAL P.03

TOTAL P.04