

08-02-2001



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Form PTO-1594 (Rev. 6-93) **RECORD**  
OMB No. 0651-0011 (exp. 4/94) **TRA**

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks enc attached original document or copy thereof

1. Name of conveying party(ies):  
iBenefits Holdings, Inc. **7-26-01**

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation: of the State of Delaware  
 Other

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

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

UltraLink, Inc.  
535 Anton Boulevard, 9<sup>th</sup> Floor  
Costa Mesa, CA 92626

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation: of the State of Delaware  
 Other

3. Nature of conveyance:

Assignment                       Merger  
 Security Agreement               Change of Name  
 Other \_\_\_\_\_

Execution Date: November 14, 2000

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)

4. Application number(s) or trademark number(s), and identification or description of the mark(s):

A. Trademark Application No(s). and description                      B. Trademark Registration No(s). and description

76/140,693 (ULTRALINK)

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

Richard M. Berman  
FAEGRE & BENSON LLP  
2200 Wells Fargo Center  
90 South Seventh Street  
Minneapolis, MN 55402-3901  
612/766-6907

6. Total number of applications and registrations involved: 01

08/01/2001 LNUELLER 00000090 76140693  
01 FC:481                      40.00 SP

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

Enclosed  
 Authorized to be charged to deposit account for underpayment

8. Deposit Account number: 06-0029

**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.*

Richard M. Berman \_\_\_\_\_ *Richard M Berman* \_\_\_\_\_ July 24 2001  
Name of person signing                      Signature                      Date

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

**Mail documents to be recorded with required cover sheet information to:**  
**Director – U.S. Patent and Trademark Office, Box Assignments**  
**Washington, D.C. 20231**

**CERTIFICATE OF AMENDMENT  
OF  
RESTATED CERTIFICATE OF INCORPORATION  
OF  
iBENEFITS HOLDINGS, INC.**

The undersigned hereby certifies that:

1. The name of the corporation is iBenefits Holdings, Inc. (hereinafter called the "corporation").
2. The Restated Certificate of Incorporation of the corporation is hereby amended by striking out Article FIRST thereof and substituting in lieu of said Article the following new Article:

"FIRST: The name of the Corporation is:

**ULTRALINK, INC."**

3. The amendment of the Restated Certificate of Incorporation herein certified has been duly adopted and written consent has been given in accordance with the provisions of Sections 228 and 242 of the General Corporations Law of the State of Delaware.

Signed on November 14, 2000

By:

  
Name: Tim Immel

Title: Chief Financial Officer

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 11/15/2000  
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*State of Delaware*  
*Office of the Secretary of State*

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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 "IBENEFITS HOLDINGS, INC.", CHANGING ITS NAME FROM "IBENEFITS HOLDINGS, INC." TO "ULTRALINK, INC.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF NOVEMBER, 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.



3209454 8100

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A handwritten signature in cursive script, reading "Edward J. Freel".

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Edward J. Freel, Secretary of State

AUTHENTICATION: 0803488

DATE: 11-20-00

RECORDED: 07/26/2001

TRADEMARK  
REEL: 002338 FRAME: 0178