

09-25-2001



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TRADEMARK

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U.S. DEPARTMENT OF COMMERCE

U.S. Patent and Trademark Office

Form PTO-1594

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(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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

1. Name of conveying party(ies):
Frogdesign, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - **California**
 Other _____

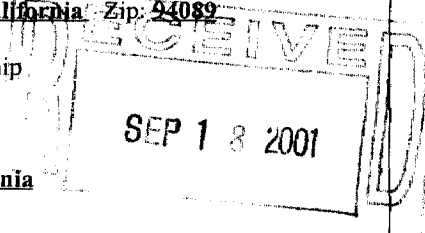
Additional name(s) of conveying party(ies) attached? Yes No

09/18/01

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

Name: **Frog Werk, Inc.**
Address: **1327 Chesapeake Terrace**
City: **Sunnyvale** State: **California** Zip: **94089**

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation - **California**
 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) and address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **September 26, 2000**

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

A. Trademark Application No.(s)
75/812730, 75/812729, 75/824143, 75/902155, 75/908778,
75/908461, 76/115229, 76/115361, 76/115236

B. Trademark Registration No.(s):
2,406,945 and 2,458,783

Additional number(s) attached Yes No

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

Name: **Gray Cary Ware & Freidenrich**
Street Address: **P. O. Box 77630**
City: **San Francisco** State: **California** Zip: **94107-0630**

6. Total number of applications and registrations involved: **11**

7. Total Fee (37 CFR 3.41) \$290.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit Account Number: **07-1907**

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature

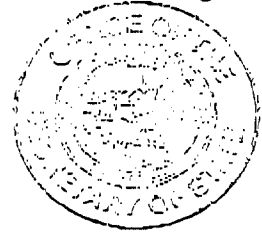
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Eliane Setton *Eliane Setton* **9/18/01**
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: **3**

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks, Box Assignments
Washington, D.C. 20231

7502730
09/24/2001 LMEILLER 0000216 071907
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250.00 CH
01 FC:461
02 FC:462



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

SEP 17 2001



Bill Jones
 Secretary of State

10653726

**CERTIFICATE OF AMENDMENT
OF ARTICLES OF INCORPORATION OF
FROGDESIGN INC.**

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

OCT 10 2000

BILL JONES, Secretary of State

The undersigned hereby certify that:

1. They are President and Assistant Secretary, respectively, of frogdesign inc., a California Corporation (the "Corporation").
2. In accordance with Section 907, Article I of the Articles of Incorporation of the Corporation which presently reads as follows:

"The name of the Corporation is frogdesign inc."


shall be amended to read as follows:

"The name of the Corporation is frog werk, inc."

3. The foregoing amendment to the Corporations Articles of Incorporation has been duly approved by the Board of Directors of the Corporation.
4. The foregoing amendment to the Corporation's Articles of Incorporation has been duly approved by the required vote of the shareholders in accordance with Sections 902 and 903 of the California Corporations Code. The total number of outstanding shares of the Corporation entitled to vote with respect to the foregoing amendment was 80,536,171 shares of the common stock. The percentage required was more than fifty percent (50%) of the Common Stock.

The undersigned declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of their own knowledge.

Dated: September 26, 2000


Patricia Roller, President


Charles Rauseo, Assistant Secretary



Gray Cary Ware & Freidenrich LLP

Commissioner of Patents and Trademarks
Frog Werk, Inc. – Recordal of Name Change
September 18, 2001
Page Two

Please debit my firm's Deposit Account, No. 07-1907, for the recording fee noted on the enclosed Trademark Recordation Cover Sheet.

Please address all communication in regard to this matter to the undersigned at our San Francisco office.

Very truly yours,

Gray Cary Ware & Freidenrich LLP

By:  _____

Eliane Setton
esetton@graycary.com

Enclosure

cc: Chris Gigliotti

CERTIFICATE OF EXPRESS MAILING

I do hereby certify that this document is being deposited with the United States Postal Service as Express Mail on 9/18/01 in an envelope numbered

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addressed to:

Assistant Commissioner for Trademarks
2900 Crystal Drive
Arlington, VA 22202-3513

