



FORM PTO-1594
1-31-92

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

101899835

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

1. Name of conveying party(ies): Workbrain.com Inc.

11-19-01

- Individual(s)
- General Partnership
- Corporation-State
- Other Corporation of Canada
- Association
- Limited Partnership

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

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

Name: Workbrain, Inc.
Internal Address: _____

Street Address: 250 Ferrand Drive, Suite 601 Toronto
Ontario, M3C 3G8 Canada

City _____ State _____ ZIP _____

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other Corporation of Canada

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

(Designation 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: September 13, 2000

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

A. Trademark Application No(s)
76/086792 76/086790

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: Thomas A. Adams

Internal Address: Baker & Daniels

Suite 800

Street Address: 111 E. Wayne Street

City Fort Wayne

State Indiana

ZIP 46802

6. Total number of applications and registrations involved: 2

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

Enclosed (Check # 101021)

Authorized to be charged to deposit account (any additional fees)

8. Deposit account number:
02-0385 Baker & Daniels (any additional fees)

(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.

Thomas A. Adams
Name of Person Signing

October 17, 2001
Date

Total number of pages including cover sheet: 3

OMB No. 0651-0011 (exp 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

11/20/2001 GTDN11 00000052 76086792

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

01 FC:481
02 FC:482

40.00 OP
25.00 OP

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A l'usage exclusif du ministre



Consumer and
Ontario Commercial Relations

Ministère de
la Consommation
et du Commerce

Numéro de la société en Ontario

1385070

CERTIFICATE

This is to certify that these
articles are effective on

SEPTEMBER 13 2000

CERTIFICAT

Ceci certifie que les présents
statuts entrent en vigueur le

Director / Directrice

Loi sur les sociétés par actions

**ARTICLES OF AMENDMENT
STATUTS MODIFICATION**

Form 3
Business
Corporations
Act

Formule 3
Loi sur les
sociétés par
actions

1. The name of the corporation is: *Dénomination sociale de la société:*
WORKBRAIN.COM, INC.

2. The name of the corporation is changed to (if applicable): *Nouvelle dénomination sociale de la société (s'il y a lieu):*
WORKBRAIN, INC.

3. Date of incorporation/amalgamation: *Date de la constitution ou de la fusion:*
1999, November, 10
(Year, Month, Day)
(année, mois, jour)

4. The articles of the corporation are amended as follows: *Les statuts de la société sont modifiés de la façon suivante.*

To change the name of the corporation to WORKBRAIN, INC.