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

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

7-17-02

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

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

2. Name and address of receiving partie(ies):
Name: Officemate Software Solutions, Inc.
Internal Address:
Street Address: 35 Hub Drive
City: Melville, State: New York ZIP: 11747

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date:

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

4. Application number(s) or patent number(s):
A. Trademark Application No.(s)

B. Trademark Registration No.(s)
2,011,326

Additional numbers attached? Yes No

FINANCE SECTION
JUL 17 AM 8:36
RECORDS

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

Name: Edgar H. Haug
Internal Address: Frommer Lawrence & Haug LLP
Street Address: 745 Fifth Avenue
City: New York, State: New York ZIP: 10151

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
50-0320
(attached duplicate copy of this page if paying by deposit account)

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 40.00 DP
 FC-481

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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.

Deena Levy Weinhouse
Name of Person Signing [Signature] Signature

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

July 17, 2002
Date

STATE of DELAWARE
CERTIFICATE of AMENDMENT of
CERTIFICATE of INCORPORATION

- **First:** That at a meeting of the Board of Directors of _____
_____ Marchon OfficeMate, Inc. _____

resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof.

The resolution setting forth the proposed amendment is as follows:

Resolved, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "Five" so that, as amended, said Article shall be and read as follows:

" The name of the corporation is OfficeMate Software
Solutions, Inc. _____
_____ "

- **Second:** That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held, 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 amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.
- **Fourth:** That the capital of said corporation shall not be reduced under or by reason of said amendment.

BY:  _____
(Authorized Officer)

NAME: Larry Roth _____
(Type or Print)

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 "MARCHON OFFICEMATE, INC.", CHANGING ITS NAME FROM "MARCHON OFFICEMATE, INC." TO "OFFICEMATE SOFTWARE SOLUTIONS, INC.", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF OCTOBER, 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.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0740893

DATE: 10-18-00

RECORDED: 07/17/2002

TRADEMARK
REEL: 002548 FRAME: 0455