

09-12-2002

Substitute Form PTO-1594
Attorney Docket No.: 00088-147001

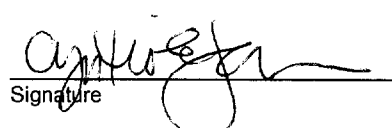
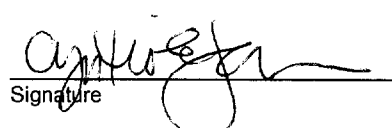
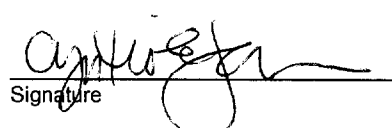
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Commissioner for Trademarks: Please record the enclosed copy or an original document.

1. Name of conveying party(ies): Input Software, Inc. <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation—State <input type="checkbox"/> Other _____ Additional name(s) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		2. Name and address of receiving party(ies): ActionPoint, Inc. 1299 Parkmoor Avenue San Jose, California 95126-3448 <input type="checkbox"/> Individual(s) Citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation—State <u>Delaware</u> <input type="checkbox"/> Other _____ If the assignee is not domiciled in the United States, a domestic representative designation is attached. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Additional names/addresses attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
3. Nature of conveyance: <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other: Execution Date: April 19, 2000						
4. Application number(s) or trademark number(s): A. Trademark Application No(s):		B: Trademark No(s): <u>1511566</u> Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
5. Name/address of party to whom correspondence concerning document should be mailed: CYNTHIA E. JOHNSON, ESQ. Fish & Richardson P.C. 225 Franklin Street Boston, Massachusetts 02110-2804		6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR §3.41): \$40 <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to charge Deposit Account. 8. Deposit Account No.: 06-1050 Please apply any additionally charges, or any credits, to our Deposit Account No. 06-1050.				
DO NOT USE THIS SPACE						
9. Statement and Signature: <i>To the best of my knowledge and belief, the foregoing information is true and correct and the attached is a true copy of the original document.</i> <table style="width: 100%; border: none;"> <tr> <td style="width: 30%; border: none;"> <u>Cynthia E. Johnson</u> Name of Person Signing </td> <td style="width: 30%; border: none; text-align: center;">  Signature </td> <td style="width: 30%; border: none; text-align: right;"> <u>8/16/02</u> Date </td> </tr> </table>				<u>Cynthia E. Johnson</u> Name of Person Signing	 Signature	<u>8/16/02</u> Date
<u>Cynthia E. Johnson</u> Name of Person Signing	 Signature	<u>8/16/02</u> Date				
Total number of pages including cover sheet, attachments, and document: 4						

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CERTIFICATE OF MAILING BY EXPRESS MAIL

Express Mail Label No. EL 932079491 US

Date of Deposit: August 16, 2002

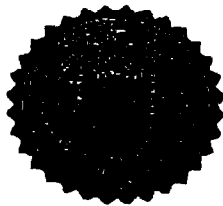
TRADEMARK
REEL: 002579 FRAME: 0850

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP OF "INPUT SOFTWARE, INC.", CHANGING ITS NAME FROM "INPUT SOFTWARE, INC." TO "ACTIONPOINT, INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF APRIL, A.D. 2000, AT 12:30 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1901736

DATE: 07-25-02

2002

ACTIONPOINT

TRADEMARK

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Ownership and Merger with a Secretary of State of the State of Delaware.

FURTHER RESOLVED, that upon the effectiveness of the merger, the Company shall assume all of the liabilities and obligations of Actionpoint, Inc.

FURTHER RESOLVED, that upon the effectiveness of the merger, the name of the Company shall be changed to "Actionpoint, Inc." and Article I of the Restated Certificate of Incorporation of the Corporation shall be amended to read as follows:

"The name of the corporation is Actionpoint, Inc. (the "Corporation")."

IN WITNESS WHEREOF, said Input Software, Inc. has caused this certificate to be signed by Kimra Hawley, its President, and attested by John Finegan, its Secretary, this 20th day of April, 2000.

INPUT SOFTWARE, INC.

By: /s/ Kimra D. Hawley
Kimra D. Hawley, President

By: /s/ John Finegan
John Finegan, Secretary