



102299449

11-21-02

Commissioner for Trademarks: Please

1. Name of conveying party(ies):
Avian Communications, Inc.
 Individual(s)
 Association
 General Partnership
 Limited Partnership
 Corporation—State Delaware
 Other _____
Additional name(s) attached? Yes No

2. Name and address of receiving party(ies):
ProQuent Systems Corporation
400 Nickerson Road
Marlborough, MA 01752 USA
 Individual(s) Citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation—State Delaware
 Other _____
If the assignee is not domiciled in the United States, a domestic representative designation is attached. Yes No
Additional names/addresses attached? Yes No

3. Nature of conveyance:
 Assignment
 Merger
 Security Agreement
 Change of Name and Applicant Address
 Other:
Execution Date: June 12, 2002

4. Application number(s) or trademark number(s):
A. Trademark Application No(s):
76/271,145
76/271,365
78/104,482
76/417,993
76/410,716
76/417,763
B. Trademark No(s):
Additional numbers attached? Yes No

5. Name/address of party to whom correspondence concerning document should be mailed:
DEBRA SEROTA
Fish & Richardson P.C.
225 Franklin Street
Boston, Massachusetts 02110-2804

6. Total number of applications and registrations involved: 38

7. Total fee (37 CFR §3.41): \$165.00
 Enclosed
 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: *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.*

Debra Serota
Name of Person Signing _____ Signature _____ Date 11/21/02

Total number of pages including cover sheet, attachments, and document: 5

OFFICE OF REGISTERED RECORDS
NOV 21 PM 1:38
FINANCE SECTION

20545000.doc

12/02/2002 DBYRNE 00000040 76271145

01 FC:8521
02 FC:8522

40.00 OP
125.00 OP

CERTIFICATE OF MAILING BY EXPRESS MAIL

Express Mail Label No. EL22F257195US

Date of Deposit: November 21, 2002

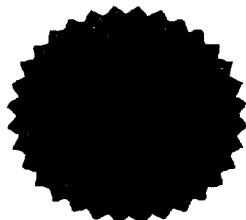
Delaware

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 AMENDMENT OF "AVIAN COMMUNICATIONS, INC.", CHANGING ITS NAME FROM "AVIAN COMMUNICATIONS, INC." TO "PROQUENT SYSTEMS CORPORATION", FILED IN THIS OFFICE ON THE FIRST DAY OF JULY, A.D. 2002, AT 10 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3262002 8100

020424828

AUTHENTICATION: 1862393

DATE: 07-01-02

TRADEMARK
REEL: 002626 FRAME: 0596

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 10:00 AM 07/01/2002
020424828 - 3252002

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
AVIAN COMMUNICATIONS, INC.

Pursuant to Section 242
of the General Corporation Law of the
State of Delaware

Avian Communications, Inc. (hereinafter called the "Corporation"), organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

FIRST: That the Board of Directors of the Corporation, by the unanimous consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of the Corporation:

RESOLVED: That the Certificate of Incorporation of this Corporation be amended by changing ARTICLE ONE thereof so that, as amended, said Article shall be and read in its entirety as follows:

"The name of the Corporation is ProQuent Systems Corporation".

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware and written notice of such consent has been given to all stockholders who have not consented in writing to the said amendment.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of

HWD2 822519v1

Delaware and written notice of such consent has been given to all stockholders who have not consented in writing to the said amendment.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by, Jules Meunier its President this 12th day of June, 2002.

By: /s/ Jules Meunier
Jules Meunier
President