

Form PTO-1594  
(Rev. 10/02)  
OMB No. 0651-0027 (exp. 6/30/2005)  
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### REGORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

ASA Legal Systems, Inc.

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other \_\_\_\_\_
- Merger
- Change of Name

Execution Date: January 1, 2002

2. Name and address of receiving party(ies)

Name: Rainmaker Software, Inc.

Internal Address: Suite 4000

Street Address: 475 Sentry Parkway

City: Blue Bell State: PA Zip: 19422

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State Delaware
- 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) & address(es) attached?  Yes  No

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

A. Trademark Application No.(s) \_\_\_\_\_

B. Trademark Registration No.(s) 1,399,224

Additional number(s) attached  Yes  No

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

Name: Karen L. Feisthamel

Internal Address: Hinckley, Allen & Snyder, LLP

Street Address: 1500 Fleet Center

City: Providence State: RI Zip: 02903

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:

50-0485

**DO NOT USE THIS SPACE**

9. Signature.

Karen L. Feisthamel

Name of Person Signing



Signature

December 9, 2003

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 Patent & Trademarks, Box Assignments  
Washington, D.C. 20231

CIH \$40.00 600485 1399224

*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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 "ASA LEGAL SYSTEMS INC.", CHANGING ITS NAME FROM "ASA LEGAL SYSTEMS INC." TO "RAINMAKER SOFTWARE, INC.", FILED IN THIS OFFICE ON THE ELEVENTH DAY OF DECEMBER, A.D. 2001, AT 11:30 O'CLOCK A.M.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2002.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1499344  
DATE: 12-12-01

Dec-11-2001 12:12pm From-EPSTEIN,JECKER & GREEN #17-342-4001 T-064 P.002/002 F-315

**CERTIFICATE OF AMENDMENT OF  
CERTIFICATE OF INCORPORATION OF  
ASA LEGAL SYSTEMS INC.**

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

ASA Legal Systems Inc. (the "Corporation"), organized and existing under and by virtue  
of the General Corporation Law of the State of Delaware, does hereby certify:

**FIRST:** By unanimous vote of the Directors of the Corporation and pursuant to  
Sections 141 and 242 of the General Corporation Law of the State of Delaware, a resolution was  
duly adopted setting forth an amendment to the Certificate of Incorporation of the Corporation  
and declaring said amendment to be advisable. The sole Stockholder of the Corporation by  
Action in Lieu of a Meeting has given written consent to said amendment pursuant to Sections  
228 and 243 of the General Corporation Law of the State of Delaware. The resolution setting  
forth the amendment is as follows:


**RESOLVED:** That Article FIRST of the Certificate of Incorporation of the Corporation  
be and hereby is deleted, and the following Article FIRST is substituted  
therefor:

**FIRST:** The name of the Corporation is "Rainmaker Software, Inc."

**SECOND:** That this Certificate of Amendment of the Certificate of Incorporation  
shall be effective on January 1, 2002.

IN WITNESS WHEREOF, the Corporation has caused its corporate seal to be affixed  
hereto and this Certificate of Amendment to be signed by its President and attested by its  
Secretary this 31 day of December, 2001

ASA LEGAL SYSTEMS INC.

  
Alfred C. Angelone, President

ATTEST:  
[Corporate Seal]

  
Terrence C. McCarthy, Secretary

30623

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 11:30 AM 12/11/2001  
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