

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	CHANGE OF NAME
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Softquad Software Inc.		11/13/2002	CORPORATION: CANADA

RECEIVING PARTY DATA	
Name:	4094492 Canada Inc.
Street Address:	1600 Carling Avenue
City:	Ottawa
State/Country:	ONTARIO
Postal Code:	K1Z 8R7
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 2		
Property Type	Number	Word Mark
Registration Number:	2292404	SOFTQUAD
Registration Number:	2545948	XMETAL

CORRESPONDENCE DATA	
Fax Number:	(202)223-2085
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	202-861-3900
Email:	dctrademarks@piperrudnick.com
Correspondent Name:	Ann K. Ford, Esq. - PIPER RUDNICK LLP
Address Line 1:	1200 Nineteenth Street, NW
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20036-2412

ATTORNEY DOCKET NUMBER:	29829-93
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NAME OF SUBMITTER:	Thomas E. Zutic, Esq.
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Total Attachments: 4  
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OP \$65.00 2292404





Industry Canada

Industrie Canada

**Certificate  
of Continuanve**

**Canada Business  
Corporations Act**

**Certificat  
de prorogation**

**Loi canadienne sur  
les sociétés par actions**

4094492 CANADA INC.

409449-2

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the above-named corporation was continued under section 187 of the *Canada Business Corporations Act*, as set out in the attached articles of continuance.

Je certifie que la société susmentionnée a été prorogée en vertu de l'article 187 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses de prorogation ci-jointes.

Director - Directeur

November 13, 2002 / le 13 novembre 2002

Date of Continuanve - Date de la prorogation

Canada<sup>1331</sup>

**TRADEMARK  
REEL: 002763 FRAME: 0513**



1 —	Name of Corporation 4094492 CANADA INC.	Dénomination de la société 4094492
2 —	The province or territory in Canada where the registered office is to be situated ONTARIO	La province ou le territoire au Canada où se situera le siège sociale
3 —	The classes and any maximum of shares that the corporation is authorized to issue See Schedule "A" attached	Catégories et tout nombre maximal d'actions que la société est autorisée à émettre
4 —	Restrictions, if any, on share transfers No share in the capital of the Corporation shall be transferred without the consent of the directors expressed by the votes of a majority of the directors present at a meeting of the directors or by an instrument or instruments in writing signed by a majority of the directors.	Restrictions sur le transfert des actions, s'il y a lieu
5 —	Number (or minimum and maximum number) of directors A Minimum of One; A maximum of Ten	Nombre (ou nombre minimal et maximal) d'administrateurs
6 —	Restrictions, if any, on business the corporation may carry on none	Limites imposées à l'activité de la société, s'il y a lieu
7 —	(1) If change of name effected, previous name Softquad Software Inc. (2) Details of incorporation Incorporated in Ontario August 7, 1998	(1) S'il y a changement de dénomination sociale, indiquer la dénomination sociale antérieure (2) Détails de la constitution
8 —	Other provisions, if any See Schedule "B" attached	Autres dispositions, s'il y a lieu

Date NOVEMBER 13, 2002	Signature 	Capacity of - En qualité de DIRECTOR
For Departmental Use Only:	Printed Name - Nom en lettres moullées DEREK BURNEY	

FOR DEPARTMENTAL USE ONLY -- À L'USAGE DU MINISTÈRE SEULEMENT  
Corporation No. - N° de la société

Filed - Déposée  
Nov. 14 2002

## SCHEDULE "A"

### ARTICLES OF CONTINUANCE

(1) An unlimited number of Common shares, which Common shares shall have the following rights, privileges, restrictions and conditions:

#### COMMON SHARES

(a) **Payment of Dividends:** The holders of the common shares shall be entitled to receive dividends if, as and when declared by the board of directors of the Corporation out of the assets of the Corporation properly applicable to the payment of dividends in such amounts and payable in such manner as the board of directors may from time to time determine. Subject to the rights of the holders of any other class of shares of the Corporation entitled to receive dividends in priority to or concurrently with the holders of the common shares, the board of directors may in its sole discretion declare dividends on the common shares to the exclusion of any other class of shares of the Corporation.

(b) **Participation upon Liquidation, Dissolution or Winding Up:** In the event of the liquidation, dissolution or winding up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs, the holders of the common shares shall, subject to the rights of the holders of any other class of shares of the Corporation entitled to receive assets of the Corporation upon such a distribution in priority to or concurrently with the holders of the common shares, be entitled to participate in the distribution. Such distribution shall be made in equal amounts per share on all the common shares at the time outstanding without preference or distinction.

(c) **Voting Rights:** The holders of the common shares shall be entitled to receive notice of and to attend all annual and special meetings of the shareholders of the Corporation and to one vote in respect of each common share held at all such meetings.

## SCHEDULE "B"

### ARTICLES OF CONTINUANCE

- (1) The number of shareholders of the Corporation, exclusive of persons who are in its employment and exclusive of persons who, having been formerly in the employment of the Corporation, were, while in that employment and have continued after the termination of that employment to be, shareholders of the Corporation, is limited to not more than 50, 2 or more persons who are the joint registered owners of 1 or more shares being counted as 1 shareholder.
- (2) Any invitation to the public to subscribe for securities of the Corporation is prohibited.
- (3) The actual number of directors within the minimum and maximum number set out in paragraph 5 may be determined from time to time by resolution of the directors. Any vacancy among the directors resulting from an increase in the number of directors as so determined may be filled by resolution of the directors.
- (4) The directors of the Corporation may from time to time on such terms as they deem expedient:
  - (a) borrow money upon the credit of the Corporation;
  - (b) issue, sell or pledge debt obligations of the Corporation;
  - (c) charge, mortgage, hypothecate, pledge or otherwise create a security interest in any property of the Corporation, real or personal, or moveable or immovable, to secure any present or future indebtedness, liabilities or other obligations of the Corporation, by trust deed or in any other manner;
  - (d) subject to the Canada Business Corporations Act, give a guarantee on behalf of the Corporation to secure performance of an obligation of any person; and
  - (e) by resolution, delegate to one or more of the directors of the Corporation all or any of the foregoing powers.