

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
Compass AI, Inc.		03/18/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Compasssoft, Inc.
Street Address:	5090 Robert J. Mathews Parkway, Suite 1
City:	El Dorado Hills
State/Country:	CALIFORNIA
Postal Code:	95762
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 6		
Property Type	Number	Word Mark
Serial Number:	78331771	COMPASSOFT
Registration Number:	2765419	COMPASS A.I.
Registration Number:	2760098	C
Registration Number:	2748467	INTELLIBOT
Serial Number:	78183178	REVEX
Serial Number:	78183192	NEXTREV

CORRESPONDENCE DATA	
Fax Number:	(916)329-4900
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	916-447-9200
Email:	lpartmann@orrick.com
Correspondent Name:	Stacy E. Don
Address Line 1:	400 Capitol Mall, Suite 3000
Address Line 2:	Orrick, Herrington & Sutcliffe LLP
Address Line 4:	Sacramento, CALIFORNIA 95814

ATTORNEY DOCKET NUMBER:	12901-1/1640
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CH \$165.00 78331771

NAME OF SUBMITTER:

Linda L. Partmann

Total Attachments: 2

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Delaware

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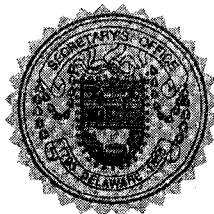
The First State

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 "COMPASS AI, INC.", CHANGING ITS NAME FROM "COMPASS AI, INC." TO "COMPASSOFT, INC.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF APRIL, A.D. 2004, AT 9:09 O'CLOCK A.M.

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

3481782 8100

040275360



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3055915

DATE: 04-15-04

TRADEMARK
REEL: 002830 FRAME: 0594

**CERTIFICATE OF AMENDMENT OF
RESTATED CERTIFICATE OF INCORPORATION**

OF

COMPASS AI, INC.

The undersigned hereby certifies that:

1. He is the duly elected and acting President and Chief Executive Officer of Compass AI, Inc., a Delaware corporation.
2. Pursuant to Section 242 of the General Corporation Law of the State of Delaware, this Certificate of Amendment of Restated Certificate of Incorporation amends Article I of this corporation's Restated Certificate of Incorporation to read in its entirety as follows:

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

3. The foregoing Certificate of Amendment has been duly adopted by this corporation's Board of Directors and stockholders in accordance with the applicable provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

Executed at El Dorado Hills, California, on March 18, 2004.



Paul Bach, President and Chief Executive Officer

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