

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Concerto Software, Inc.		09/22/2005	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Aspect Software, Inc.		
Street Address:	6 Technology Park Drive		
City:	Westford		
State/Country:	MASSACHUSETTS		
Postal Code:	01886		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78603846	TRANSFORMING THE WAY COMPANIES INTERACT WITH THEIR CUSTOMERS	
CORRESPONDENCE DATA			
Fax Number:	(603)624-1432		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	603-623-5111		
Email:	tmflings@nhpatlaw.com		
Correspondent Name:	Daniel J. Bourque		
Address Line 1:	835 Hanover Street		
Address Line 4:	Manchester, NEW HAMPSHIRE 03104		
ATTORNEY DOCKET NUMBER:	CONCERTO-T047XX		
NAME OF SUBMITTER:	Daniel J. Bourque		
Signature:	/djb/		
Date:	08/29/2006		

OP \$40.00 78603846

Total Attachments: 5

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Delaware

PAGE 1

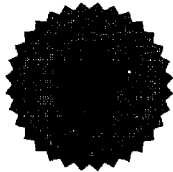
The First State

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 RESTATED CERTIFICATE OF "CONCERTO SOFTWARE, INC.", CHANGING ITS NAME FROM "CONCERTO SOFTWARE, INC." TO "ASPECT SOFTWARE, INC.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF SEPTEMBER, A.D. 2005, AT 11:22 O'CLOCK A.M.

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

0939326 8100

050776272



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4174600

DATE: 09-22-05

TRADEMARK
REEL: 003379 FRAME: 0042

AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
CONCERTO SOFTWARE, INC.

James D. Foy, being the duly elected President of Concerto Software, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify as follows:

1. That the original Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on June 15, 1982 and that the name under which the Corporation was originally incorporated was "Datavox Communications Corp." (as amended, the "Certificate").
2. That the Board of Directors of the Corporation, pursuant to unanimous written consent, adopted resolutions authorizing the Corporation to amend, integrate and restate the Corporation's Certificate in its entirety to read as set forth in Exhibit A attached hereto and made a part hereof (the "Restated Certificate").
3. That the sole stockholder of the Corporation, pursuant to written consent, approved and adopted the Restated Certificate in accordance with Sections 228, 242 and 245 of the General Corporation Law of the State of Delaware.

* * * * *

IN WITNESS WHEREOF, the undersigned, being the President herein above named, for the purpose of amending and restating the Certificate of Incorporation of the Corporation, pursuant to the General Corporation Law of the State of Delaware, under penalties of perjury, does hereby declare and certify that this is the act and deed of the Corporation and the facts stated herein are true, and accordingly has hereunto signed this Amended and Restated Certificate of Incorporation this 22nd day of September, 2005.

/s/ James D. Foy

James D. Foy
President

Exhibit A

AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
ASPECT SOFTWARE, INC.

ARTICLE I

The name of the corporation is Aspect Software, Inc.

ARTICLE II

The address of the corporation's registered office in the State of Delaware is 2711 Centerville Road, Suite 400, in the City of Wilmington, County of New Castle, Delaware 19808. The name of its registered agent at such address is Corporation Service Company.

ARTICLE III

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

ARTICLE IV

The total number of shares of stock which the corporation has authority to issue is one thousand (1,000) shares of Common Stock, with a par value of \$0.01 per share.

ARTICLE V

The corporation is to have perpetual existence.

ARTICLE VI

In furtherance and not in limitation of the powers conferred by statute, the board of directors of the corporation is expressly authorized to make, alter or repeal the by-laws of the corporation.

KAG 1073092.1

ARTICLE VII

Meetings of stockholders may be held within or without the State of Delaware, as the by-laws of the corporation may provide. The books of the corporation may be kept outside the State of Delaware at such place or places as may be designated from time to time by the board of directors or in the by-laws of the corporation. Election of directors need not be by written ballot unless the by-laws of the corporation so provide.

ARTICLE VIII

To the fullest extent permitted by the General Corporation Law of the State of Delaware as the same exists or may hereafter be amended, a director of this corporation shall not be liable to the corporation or its stockholders for monetary damages for a breach of fiduciary duty as a director. Any repeal or modification of this ARTICLE VIII shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

ARTICLE IX

The corporation expressly elects not to be governed by Section 203 of the General Corporation Law of the State of Delaware.

ARTICLE X

The corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation in the manner now or hereafter prescribed herein and by the laws of the State of Delaware, and all rights conferred upon stockholders herein are granted subject to this reservation.