

NRD 10/18/99

11-02-1999



SHEET

101189538

Assistant Commissioner for Patents
Box Assignments
Washington, D.C. 20231

Attorney Docket No. 4102-101

1. A. Name of conveying party(ies):
SimShop, Inc.
One Copley Parkway, STE 106
Morrisville, NC 27560
B. Additional name(s) of conveying party(ies) attached? Yes No

2. A. Name and address of receiving party(ies):
Net32, Inc.
One Copley Parkway, STE 106
Morrisville, NC 27560
B. Additional name(s) & address(es) attached? Yes No

3. A. Nature of conveyance:
 Assignment Merger Security Agreement Change of Name
 Other: _____
B. Execution Date: July 23, 1999

4. A. If this document is being filed together with a new application, the execution date of the application is: _____
B. Trademark Registration Application No.(s)
75/243,293
C. Trademark Registration No.(s)

D. Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Steven J. Hultquist
Address: Intellectual Property/Technology Law
P.O. Box 14329
Research Triangle Park, NC 27709

7. A. Total fee (37 CFR 3.41) \$ 40.00
 Enclosed (check to Commissioner of Patents and Trademarks)
 Authorized to be charged to deposit account No.

6. Total number of applications and registrations involved: 1

8. Credit any overpayment or charge any underpayment to Deposit Account Number 08-3284 of Intellectual Property/Technology Law.

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 any attached copy is a true copy of the original document.

Edward H. Green, III
Registration No. 42,604
Date: 10/15/99
Total number of pages including cover sheet, attachments, and document: 3

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STATE OF NORTH CAROLINA



Department of The
Secretary of State

To all whom these presents shall come, Greetings:

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

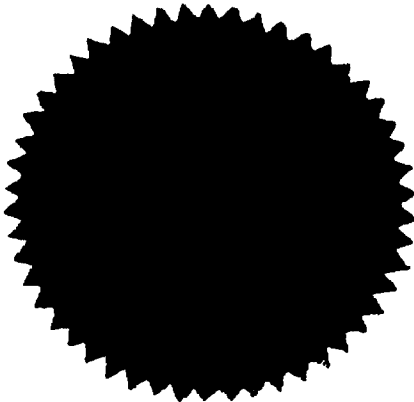
ARTICLES OF AMENDMENT

OF

SIMSHOP, INC.
WHICH CHANGED ITS NAME TO:
NET32, INC.

the original of which was filed in this office on the 23rd day of July, 1999.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 23rd day of July, 1999.



Elaine F. Marshall

Secretary of State

CORP ID # 0436022

FILED C
4:24 pm
JUL 23 1999

Effective
ELAINE F. MARSHALL
SECRETARY OF STATE
NORTH CAROLINA

ARTICLES OF AMENDMENT

OF

SIMSHOP, INC.

001951015

The undersigned Corporation hereby submits these Articles of Amendment for the purpose of amending its Amended and Restated Articles of Incorporation:

1. The name of the Corporation is SimShop, Inc.
2. The following amendment to the Amended and Restated Articles of Incorporation of SimShop, Inc. was adopted by its shareholders on the 22nd day of June, 1999, which shareholders' approval was obtained as required by the North Carolina Business Corporation

Act:

Article I of the Amended and Restated Articles of Incorporation of SimShop, Inc. is amended and restated as follows:

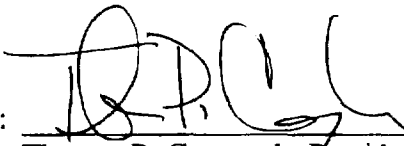
ARTICLE I

Name

The name of the Corporation is net32, inc. and the address of the principal office and the mailing office of the Corporation is One Copley Parkway, Suite 106, Morrisville, North Carolina 27560.

3. These Articles of Amendment will become effective upon filing.

SimShop, Inc.

By: 
Thomas P. Cavanagh, President