

06-22-2000



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Handwritten: P. R. W. 6-2-00

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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

State/Country

Zip Code

- Individual General Partnership Limited Partnership

Corporation Association

Other

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization

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06/22/2000 JJALLAH2 00000013 75696385

01 FC:401
02 FC:482

40.00 DP
125.00 DP

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TRADEMARK
REEL: 002091 FRAME: 0175

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

[Empty text box]

Address (line 1)

[Empty text box]

Address (line 2)

[Empty text box]

Address (line 3)

[Empty text box]

Address (line 4)

[Empty text box]

Correspondent Name and Address

Area Code and Telephone Number

214 740 8549

Name

Marty Korn

Address (line 1)

Locke Liddell & Sapp, LLP

Address (line 2)

2200 Ross Avenue

Address (line 3)

Suite 2200

Address (line 4)

Dallas

TX

75201

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

[Empty text box]

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

75/696,385	75/696,306	[Empty]
76/030,533	75/487,873	[Empty]
76/030,531	76,030,532	[Empty]

[Empty]	[Empty]	[Empty]
[Empty]	[Empty]	[Empty]
[Empty]	[Empty]	[Empty]

Number of Properties

Enter the total number of properties involved.

#

6

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

165.00

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

12-1781

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Martin Korn

Name of Person Signing

Signature

Date Signed



The State of Texas

SECRETARY OF STATE

CERTIFICATE OF AMENDMENT
OF

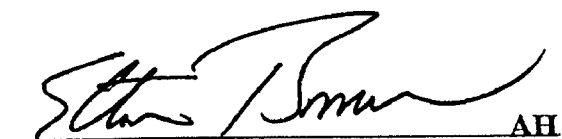
E2 COMMUNICATIONS, INC.
FORMERLY: E2 SOFTWARE CORPORATION
FILE NO. 1461438

The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of Amendment for the above named entity have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Amendment.

Dated: MAY 15, 2000

Effective: MAY 15, 2000



AH

Elton Bomer
Secretary of State
TRADEMARK

REEL: 002091 FRAME: 0177

FILED
In the Office of the
Secretary of State of Texas
MAY 15 2000
Corporations Section

Articles of Amendment
to the
Articles of Incorporation
of
e2 Software Corporation

Pursuant to the provisions of Article 4.04 of the Texas Business Corporation Act, as amended (the "TBCA"), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE ONE

The name of the corporation is e2 Software Corporation (the "Corporation").

ARTICLE TWO

The following amendments to the Articles of Incorporation were adopted by the shareholders of the Corporation on April 27, 2000:

(1) Article I of the Articles of Incorporation is amended to read in its entirety as follows:

I.

NAME

The name of the corporation is e2 Communications, Inc. (hereinafter, the "Corporation")

(2) Article IV of the Articles of Incorporation is amended to read in its entirety as follows:

IV.

SHARES

The Corporation is authorized to issue two classes of stock to be designated, respectively, preferred stock ("Preferred Stock") and common stock ("Common Stock"). The total number of shares of capital stock that the Corporation shall have authority to issue is 100,000,000. The total number of shares of Preferred Stock that the Corporation shall have authority to issue is 10,000,000. The total number of shares of Common Stock that the Corporation shall have authority to issue is 90,000,000. The Preferred Stock shall have a par value of \$0.01 per share, and the Common Stock shall have a par value of \$0.01 per share.

The shares of Common Stock and Preferred Stock may be issued from time to time in one or more series. The Board of Directors of the Corporation (the "Board of Directors") is expressly authorized to provide for the issue of all or any of authorized shares of the Common Stock and Preferred Stock in one or more series, and to fix the number of shares and to determine or alter for each such series, such voting powers, full or limited, or no voting powers, and such designations, preferences and relative, participating, optional or other rights and such qualifications, limitations or restrictions thereof, as shall be stated and expressed in the resolution or resolutions adopted by the Board of Directors providing for the issue of such shares and as may be permitted by the TBCA. The Board of Directors is also expressly authorized to increase or decrease (but not below the number of shares of such series then outstanding) the number of shares of any series. In case the number of shares of any such series shall be so decreased, the shares constituting such decrease shall resume the status that they had prior to the adoption of the resolution originally fixing the number of shares of such series.

ARTICLE THREE

The number of shares of Common Stock and Preferred Stock outstanding at the time of the adoption of the foregoing amendments was 4,330,241 and 1,050,000, respectively, and the total number of shares of Common Stock and Preferred Stock entitled to vote thereon was 5,380,241.

ARTICLE FOUR

At the annual meeting of the shareholders of the Corporation, duly noticed, called and held on April 27, 2000, the holders of 3,809,061 shares of Common Stock and Preferred Stock, voting together as a single class, voted in favor of the adoption of the amendment to Article I of the Articles of Incorporation above. The holders of 7,407 shares of Common Stock voted against the amendment to Article I. In accordance with the Statements of Resolution regarding the Series A Convertible Preferred Stock and the Series B Convertible Preferred Stock, all Preferred Stock voted with the Common Stock on an as-converted basis. Therefore, the amendment to Article I of the Articles of Incorporation was adopted by the vote of more than two-thirds of the shares of capital stock of the Corporation outstanding and entitled to vote thereon.

At the same annual meeting of the shareholders of the Corporation, the holders of 3,794,054 shares of Common Stock and Preferred Stock (voting on an as-converted basis), voting together as a single class, voted in favor of the adoption of the amendment to Article IV of the Articles of Incorporation above. The holders of 7,000 shares of Preferred Stock voted against the amendment to Article IV. Therefore, the amendment to Article IV of the Articles of Incorporation was adopted by the vote of more than two-thirds of the shares of capital stock of the Corporation outstanding and entitled to vote thereon.

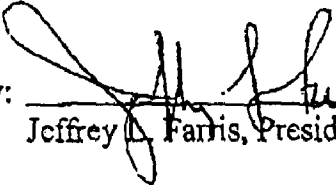
ARTICLE FIVE

The amendment to Article IV of the Articles of Incorporation effects a change in the stated capital of the Corporation, by increasing the stated capital from 7,500,000 shares of capital stock, consisting of 6,000,000 shares of common stock, par value \$0.01 per share ("Common Stock") and 1,500,000 shares of preferred stock, par value \$0.01 per share ("Preferred Stock") (an aggregate stated capital of \$75,000), to 100,000,000 shares of capital stock, consisting of 90,000,000 shares of Common Stock and 10,000,000 shares of Preferred Stock (an aggregate stated capital of \$1,000,000).

EXECUTED on this 9th day of May, 2000.

e2 Software Corporation

By: _____


Jeffrey L. Farris, President