

08-28-2000



Form PTO-1595  
1-31-92

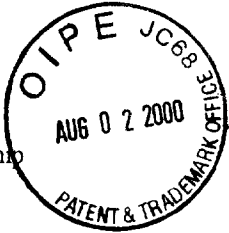
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U.S. Department of Commerce  
Patent and Trademark Office

To the Assistant Commissioner for Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies) Teligear.com</p> <p><input type="checkbox"/> Individual(s)   <input type="checkbox"/> Association  <input type="checkbox"/> Gen'l Partnership   <input type="checkbox"/> Ltd. Partnership  <input checked="" type="checkbox"/> Corporation-Delaware  <input type="checkbox"/> Other _____</p> <p>Add'l name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):  Name: <u>TeliSmart.com, Inc.</u>  Internal Address: <u>Suite 500</u>  Street Address: <u>5100 Southwest Macadam Avenue</u>  City: <u>Portland</u> State: <u>Oregon</u> Zip: <u>97201</u></p> <p><input type="checkbox"/> Individual(s) citizenship ___  <input type="checkbox"/> Association ___  <input type="checkbox"/> General Partnership ___  <input type="checkbox"/> Limited Partnership ___  <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u>  <input type="checkbox"/> Other ___</p>
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<p>3. Nature of conveyance:  <input type="checkbox"/> Assignment   <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement   <input checked="" type="checkbox"/> Change of name  <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>May 12, 2000</u></p>	<p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No  (Designations must be a separate document from Assignment)  Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
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<p>4. Application number(s) or registration no(s):</p> <p>A. TM Appln No.(s) <u>76/037,131</u>      B. TM Reg. No.(s)</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:  Name: <u>Swidler Berlin Shereff Friedman, L.L.P.</u>  Internal Address: <u>Suite 300</u>  Street Address: <u>3000 K Street, N.W.</u>  City: <u>Washington</u> State: <u>D.C.</u> Zip: <u>20007</u></p>	<p>6. Total no. of applns and regs. involved <input type="checkbox"/> 1</p> <p>7. Total fee (37 CFR 3.41).....<u>\$40.00</u>  <input checked="" type="checkbox"/> Enclosed  <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit Account No: <u>19-5127</u>  (Attach duplicate copy of this page if paying by deposit account)</p>
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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.

John P. Moran      John P. Moran      August 2, 2000  
Name of Person Signing      Signature      Date

Total number of pages comprising cover sheet: 5

OMB No. 0651-0011 (exp. 4/94)

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Mail documents to be recorded with required cover sheet information to:

08/25/2000 JJALLAH2 00000029 76037131      40.00 OP

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Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

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TRADEMARK  
REEL: 002125 FRAME: 0356

Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TELISMART.COM, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF MAY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



2996056 8300

001250190

A handwritten signature in cursive script, reading "Edward J. Freel".

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Edward J. Freel, Secretary of State

AUTHENTICATION: 0442687

DATE: 05-17-00

TRADEMARK  
REEL: 002125 FRAME: 0357

Office of the Secretary of State

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I, EDWARD J. FREEL, 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 "TELIGEAR.COM, INC.", CHANGING ITS NAME FROM "TELIGEAR.COM, INC." TO "TELISMART.COM, INC.", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF MAY, A.D. 2000, AT 4:30 O'CLOCK P.M.

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



2996056 8100

001249949

A handwritten signature in cursive script, reading "Edward J. Freel".

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Edward J. Freel, Secretary of State

AUTHENTICATION:

0442391

DATE:

05-17-00

TRADEMARK  
REEL: 002125 FRAME: 0358

CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION

TeliGear.com, Inc., a corporation organized and existing under and by virtue of the  
General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by the unanimous written  
consent of its members, filed with the minutes of the Board, adopted a resolution proposing and  
declaring advisable the following amendment to the Certificate of Incorporation of said  
corporation:

RESOLVED, that the Certificate of Incorporation of TeliGear.com, Inc. be amended by  
changing the First Article thereof so that, as amended, said Article shall be and read as  
follows:

"The name of the Corporation is TeliSmart.com, Inc."

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have  
given unanimous written consent to said amendment in accordance with the provisions of  
Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the  
applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of  
Delaware.

(DEL. - 387 - 6/21/95)

