

FORM PTO-1618A
Expires 6/30/99
OMB 0651-0027

10-05-2000



U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

RECORDED

8-8-00

101479207

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
- Merger
Effective Date
Month Day Year
[June 7, 2000]
- Change of Name
- Other []

Conveying Party

Mark if additional names of receiving parties attached

Name nCommand.com, Inc.

Execution Date
Month Day Year
[June 7, 2000]

Formerly []

- Individual General Partnership Limited Partnership Corporation Association
- Other []
- State of Incorporation [Delaware]

Receiving Party

Mark if additional names of receiving parties attached

Name nCommand Inc

DBA/AKA/TA []

Composed of []

Address (line 1) 2121 Stauton Ct., Palo Alto, CA 94306

Address (line 2) []

Address (line 3) []

- Individual General Partnership Limited Partnership Corporation Association
- Other []
- State of Incorporation [Delaware]
- 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*).

10/04/2000 6TON11 00000182 071907 75664483
01 FC:481 40.00 CH

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

PA\823460.1
Gray Cary\PA\10060639.1
2101451-900300

TRADEMARK
REEL: 002151 FRAME: 0836

Domestic Representative Name and Address

Enter the first Receiving Party Only

Name []

Address (line 1) []

Address (line 2) []

Address (line 3) []

Address (line 4) []

Correspondence Name and Address

Area Code and Telephone Number [(415)-836-2530]

Name Margaret M. Powers

Address (line 1) Gray Cary Ware & Freidenrich LLP

Address (line 2) 400 Hamilton Avenue, Palo Alto, CA 94301-1825

Address (line 3) []

Address (line 4) []

Pages Enter the total number of pages of the attached conveyance document including any attachments # 5

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)
[75/664483] [] [] [] [] []	
[] [] [] [] [] []	
[] [] [] [] [] []	

Number of Properties

Enter the total amount of properties involved. # 3

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$40.00

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: # 07-1907

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 a deposit account are authorized, as indicated herein.

Margaret M. Powers

Margaret M. Powers (copy) 8/7/00

Name of Person Signing

Signature

Date Signed

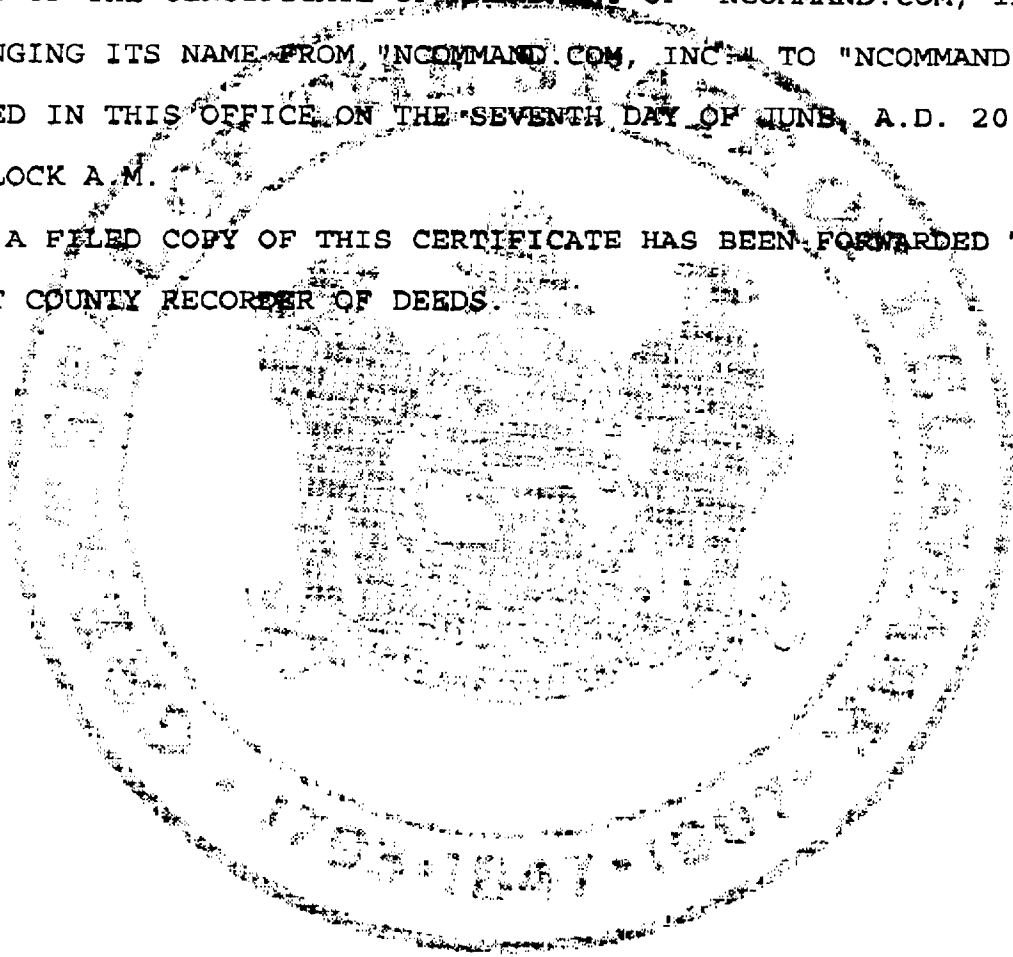
State of Delaware

PAGE 1

Office of the Secretary of State

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 "NCOMMAND.COM, INC.", CHANGING ITS NAME FROM "NCOMMAND.COM, INC." TO "NCOMMAND INC", FILED IN THIS OFFICE ON THE SEVENTH DAY OF JUNE, A.D. 2000, AT 9 O'CLOCK A.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

2822542 8100

001288533

AUTHENTICATION: 0482754

DATE: 06-07-00

TRADEMARK
REEL: 002151 FRAME: 0838

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 06/07/2000
001288533 - 2822542

CERTIFICATE OF AMENDMENT
TO THE
SECOND AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
NCOMMAND.COM, INC.

I, Anthony J. Wright, President, Chief Executive Officer and Secretary of nCommand.com, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), in accordance with the provisions of Section 242 thereof, DO HEREBY CERTIFY that the amendment to the Second Amended and Restated Certificate of Incorporation set forth in the following resolution has been approved by the Corporation's Board of Directors and was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

RESOLVED, that the Second Amended and Restated Certificate of Incorporation of the Corporation be amended by replacing Section 1 in its entirety with the following:

1. The name of the corporation is nCommand Inc and the original Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on November 18, 1997, under the name of DiscoverKey, Inc.

This Certificate of Amendment to the Second Amended and Restated Certificate of Incorporation has been approved by the Board of Directors of the Corporation.

This Certificate of Amendment to the Second Amended and Restated Certificate of Incorporation has been duly adopted in accordance with Section 242 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, this Certificate of Amendment has been executed on behalf of the Corporation by its President, Chief Executive Officer and Secretary on this 7th day of June, 2000.


Anthony J. Wright
President, Chief Executive Officer
& Secretary

10038567-1
Gray Copy/PAL10038567.1

TRADEMARK
REEL: 002151 FRAME: 0839

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re:
nCommand Inc
Serial No.: 75/664,483
Filed: March 19, 1999
Mark: NCOMMAND and Design

Trademark Law Office: 103

Attorney: Tracy Cross

Assistant Commissioner for Trademarks
2900 Crystal Drive
Arlington, VA 22202-3513

REVOCATION OF POWER OF ATTORNEY AND
APPOINTMENT OF NEW ATTORNEY

Sir:

Applicant hereby revokes all previous powers of attorney and appoints the following attorneys of the law firm of Gray Cary Ware & Freidenrich:

Allyn Taylor, Esq., Mark F. Radcliffe, Esq., Stacy A. Snowman, Esq., Francoise Gilbert, Esq., Margaret M. Powers, Esq., Michelle R. Harbottle, Esq., Eliane Setton, Esq., Joanna L. Savavitch, Esq., Ian N. Feinberg, Esq., David Dolkas, Esq. and Andrew P. Valentine, Esq. to prosecute this application to registration, to transact all business in the Patent and Trademark Office in connection therewith, and to receive the Certificate of Registration.

All correspondence concerning this application should be sent to:

Margaret M. Powers, Esq.
GRAY CARY WARE & FREIDENRICH LLP
400 Hamilton Avenue
Palo Alto, California 94301-1825, U.S.A.
(650) 833-2530
mpowers@graycary.com

nCommand Inc

Anthony J. Wright
President, Chief Executive Officer & Secretary

7-25-00
(Date)

CERTIFICATE OF EXPRESS MAILING	
<i>Emily Silva</i>	
do hereby certify that the foregoing document are being deposited with the United States Postal Service as Express Mail, postage prepaid, in an envelope addressed to the Assistant Commissioner of Trademarks, 2900 Crystal Drive, Arlington, Virginia 22202-3513	
Signature:	<i>Emily Silva</i>
Express Mail Label No.	EL315974845US
Date of Deposit:	8/8/00

Gray Cary PA1003699.1
210.451.900304

400 Hamilton Avenue
Palo Alto, CA 94301-1809
www.graycary.com
O) 415-836-2530
F) 650-327-3699

August 8, 2000
VIA EXPRESS MAIL NO. **EL315974845US**

OUR FILE NO. 2101451-900300/4

Commissioner of Patents
and Trademarks
Washington, D.C. 20231
Attn.: Assignment Division

Re: Change of Name of Applicant/Appointment of New Attorney

Dear Sir:

Enclosed is a certified copy of a Certificate of Amendment of the Articles of Incorporation of nCommand.com, Inc. This Amendment is to change the name of the corporation to nCommand Inc and was filed with the Secretary of State of Delaware on June 7, 2000. Also enclosed is a copy of the executed Revocation of Power of Attorney and Appointment of New Attorney for nCommand Inc. Please note that the punctuation in our client's new name is sans a comma after nCommand and a period after Inc.

Please record these changes against the following records in the U.S. Patent and Trademark Office:

<u>Trademark</u>	<u>Number</u>
NCOMMAND & Design	75/664483

Please debit my firm's Deposit Account, No. 07-1907, for the recording fee noted on the enclosed Trademark Recordation Cover Sheet.

Please address all communication in regard to this matter to the undersigned at our Palo Alto office.

Very truly yours,

Gray Cary Ware & Freidenrich LLP

By: Margaret M. Powers (Cay)
Margaret M. Powers
mpowers@graycary.com

Enclosure

cc: Cheryl A. Goodall

SILICON VALLEY SAN DIEGO SAN DIEGO/GOLDEN TRIANGLE SAN FRANCISCO AUSTIN SEATTLE SACRAMENTO LA JOLLA
Gray Cary\SF\3046262.1
2101451-900304

RECORDED: 08/08/2000

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REEL: 002151 FRAME: 0841