

01-25-2002



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J.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): B Internet Group, Inc. Individual(s) Association General Partnership Limited Partnership Corporation-State Delaware Other Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Name: Goldleaf Technologies, Inc. Internal Address: Street Address: 214 Overlook Court, Ste. 120 City: Brentwood State: TN Zip: 37027 Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Delaware Other If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Execution Date: August 24, 2001

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 78/011283 B. Trademark Registration No.(s) 1,819,784; 1,821,119; 1,941,132; 1,688,832; and 2,055,922 Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Christopher A. Sloan, Esq. Internal Address: Boulton, Cummings, Connors & Berry, PLC Street Address: 414 Union Street, Suite 1600 City: Nashville State: TN Zip: 37219

6. Total number of applications and registrations involved: 6 7. Total fee (37 CFR 3.41): \$ 165.00 Enclosed Authorized to be charged to deposit account 8. Deposit account number: (Attach duplicate copy of this page if paying by deposit account)

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. Christopher A. Sloan Name of Person Signing Signature Date 11/30/2001

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01/24/2002 TDIAZ1 00000254 78011283 01 FC:481 40.00 OP 02 FC:482 125.00 OP

TRADEMARK REEL: 002430 FRAME: 0346

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 CERTIFICATE OF AMENDMENT OF "B INTERNET GROUP, INC.", CHANGING ITS NAME FROM "B INTERNET GROUP, INC." TO "GOLDLEAF TECHNOLOGIES, INC.", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF AUGUST, A.D. 2001, AT 5 O'CLOCK P.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1313723

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DATE: 08-24-01

TRADEMARK
REEL: 002430 FRAME: 0347

**CERTIFICATE OF AMENDMENT
TO THE THIRD AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
B INTERNET GROUP, INC.**

B INTERNET GROUP, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

1. The name of the corporation is B Internet Group, Inc. (the "Corporation").


2. The Third Amended and Restated Certificate of Incorporation of the Corporation is hereby amended by striking out Article I thereof and by substituting in lieu of said Article the following new Article:

The name of the Corporation is Goldleaf Technologies, Inc.

3. The amendment of the Third Amended and Restated Certificate of Incorporation herein certified has been duly adopted and approved in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

Executed on this 24th day of August, 2001.

B INTERNET GROUP, INC.

By: 
Printed Name: Paul McCulloch
Title: President

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102210-003 8/3/2001

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 05:00 PM 08/24/2001
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RECORDED: 11/30/2001

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