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

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

<p>1. Name of conveying party(ies):</p> <p>eMation, Inc. <u>2-25-02</u></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association</p> <p><input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership</p> <p><input checked="" type="checkbox"/> Corporation-State <u>Massachusetts</u></p> <p><input type="checkbox"/> Other _____</p> <p>Additional 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)</p> <p>Name: <u>Axeda Systems Operating Company, Inc.</u></p> <p>Internal _____</p> <p>Address: _____</p> <p>Street Address: <u>Cabot Bus. Park, 89 Forbes Blvd.</u></p> <p>City: <u>Mansfield</u> State: <u>MA</u> Zip: <u>02048</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____</p> <p><input type="checkbox"/> Association _____</p> <p><input type="checkbox"/> General Partnership _____</p> <p><input type="checkbox"/> Limited Partnership _____</p> <p><input checked="" type="checkbox"/> Corporation-State <u>Massachusetts</u></p> <p><input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(Designations must be a separate document from assignment)</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger</p> <p><input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Other _____</p> <p>Execution Date: <u>February 11, 2002</u></p>	<p>4. Application number(s) or registration number(s):</p> <p><u>76/307,629</u></p> <p>A. Trademark Application No. (s)</p> <p>B. Trademark Registration No.(s)</p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Jordan A. LaVine, Esquire</u></p> <p>Internal Address: <u>Akin, Gump, Strauss, Hauer & Feld, LLC</u></p> <p>Street Address: <u>2005 Market St. 22nd Fl.</u></p> <p><u>One Commerce Sq.</u></p> <p>City: <u>Phila</u> State: <u>PA</u> Zip: <u>19103</u></p>	<p>6. Total number of applications and registrations involved: 1</p> <p>7. Total fee (37 CFR 3.41) ... \$ <u>40</u></p> <p><input checked="" type="checkbox"/> Enclosed</p> <p><input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>50-1017</u> Commiss is authorized to charge any deficiency or credit any overpayment to account (Attach duplicate copy of this page if paying by deposit account)</p>
DO NOT USE THIS SPACE	
<p>9. Statement and signature.</p> <p><i>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.</i></p> <p><u>Jordan A. LaVine</u> <u>Jordan A. LaVine</u> <u>2/22/02</u></p> <p>Name of Person Signing Signature Date</p> <p style="text-align: right;">Total number of pages including cover sheet, attachments, and document 5</p>	

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

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FEDERAL IDENTIFICATION NO. 04-3275035

The Commonwealth of Massachusetts

Examiner

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

RESTATED ARTICLES OF ORGANIZATION (General Laws, Chapter 156B, Section 74)

Name Approved

We, Ned E. Barlas, ~~President~~ / *Vice President,
and Lisa K. Coleman, ~~Secretary~~ / *Assistant Clerk,
of eMation, Inc.
(Exact name of corporation)

located at 89 Forbes Boulevard, Mansfield, MA 02048
(Street address of corporation Massachusetts)

do hereby certify that the following Restatement of the Articles of Organization was duly adopted ~~at a meeting~~ by
dated February 8, 20 02 by a vote of the directors ~~and~~ Unanimous Written Consent

1,000 shares of common of 1,000 shares outstanding,
(type, class & series, if any)
--- shares of ----- of ----- shares outstanding, and
(type, class & series, if any)
--- shares of ----- of ----- shares outstanding,
(type, class & series, if any)

~~**being at least a majority of each type, class or series outstanding and entitled to vote thereon. If there are more than one class or series of shares, the majority shall be a majority of the shares of each class or series whose rights are adversely affected thereby.~~

- C
- P
- M
- R.A.

ARTICLE I

The name of the corporation is:

Axeda Systems Operating Company, Inc.

ARTICLE II

The purpose of the corporation is to engage in the following business activity(ies):

See separately attached sheet for Article II.

**Delete the inapplicable words. **Delete the inapplicable clause.
Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.*

P.C.

Restated Articles of Organization of eMation, Inc.

ARTICLE II

To manufacture, sell, distribute, service and otherwise deal in computer software and related items of every kind and description for office automation, retail and wholesale markets.

To carry on any other business, operation or activity which may be lawfully carried on by a corporation organized under the Business Corporation Law of the Commonwealth of Massachusetts (Chapter 156B) whether or not related to those referred to in the foregoing paragraph.

ARTICLE III

State the total number of shares and par value, if any, of each class of stock which the corporation is authorized to issue:

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:	200,000	Common:	N/A	
Preferred:	N/A	Preferred:	N/A	

ARTICLE IV

If more than one class of stock is authorized, state a distinguishing designation for each class. Prior to the issuance of any shares of a class, if shares of another class are outstanding, the corporation must provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of that class and of each other class of which shares are outstanding and of each series then established within any class.

N/A

ARTICLE V

The restrictions, if any, imposed by the Articles of Organization upon the transfer of shares of stock of any class are:

None

ARTICLE VI

**Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockholders, or of any class of stockholders:

***If there are no provisions state "None".*

Note: The preceding six (6) articles are considered to be permanent and may ONLY be changed by filing appropriate Articles of Amendment.

ARTICLE VII

The effective date of the restated Articles of Organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date which shall not be more than thirty days after the date of filing.

ARTICLE VIII

The information contained in Article VIII is not a permanent part of the Articles of Organization.

a. The street address (post office boxes are not acceptable) of the principal office of the corporation in Massachusetts is: 89 Forbes Boulevard, Mansfield, MA 02048

b. The name, residential address and post office address of each director and officer of the corporation is as follows:

	NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:	Dale Calder	179 York Road, Mansfield, MA 02048	
Treasurer:	Thomas J. Fogarty	1151 Shadow Oak Drive, Malvern, PA 19355	
Clerk:	Ned E. Barlas	222 Edgehill Drive, Merion, PA 19066	
Directors:	Dale Calder	(Same as above)	
	Thomas J. Fogarty	(Same as above)	
	Ned E. Barlas	(Same as above)	

c. The fiscal year (i.e., tax year) of the corporation shall end on the last day of the month of: December


d. The name and business address of the resident agent, if any, of the corporation is:

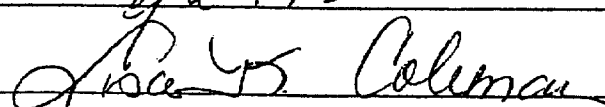
Dale Calder
89 Forbes Boulevard, Mansfield, MA 02048

**We further certify that the foregoing Restated Articles of Organization affect no amendments to the Articles of Organization of the corporation as heretofore amended, except amendments to the following articles. Briefly describe amendments below:

1. Amendment of Article I to change the name of the company from "eMation, Inc." to Axeda Systems Operating Company, Inc."
2. Amendment of Article VIII to reflect the current officers and directors, and the resident agent.

SIGNED UNDER THE PENALTIES OF PERJURY, this 11th day of February, 2002


 _____ / *Vice President.


 _____ / *Assistant Clerk.

*Delete the inapplicable words. **If there are no amendments, state 'None'.

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