

12-14-1998



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PATENT

12/19/98

RECORDATION FORM COVER SHEET
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TO: 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

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Conveyance Type

Assignment Security Agreement

License Change of Name

Merger Other

U.S. Government
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Departmental File Secret File

Conveying Party(ies)

Mark if additional names of conveying parties attached

Name	Execution Date		
	Month	Day	Year
Atreve Software, Inc.	11	16	98
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160.00 OP

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

PATENT
REEL: 9627 FRAME: 0172

Correspondent Name and Address

Area Code and Telephone Number (617) 248-7176

Name Patent Administrator

Address (line 1) Testa, Hurwitz & Thibeault, LLP

Address (line 2) High Street Tower

Address (line 3) 125 High Street

Address (line 4) Boston, MA 02110

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

Application Number(s) or Patent Number(s) Mark if additional numbers attached Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).

Patent Application Number(s)

Patent Number(s)

Table with 4 rows and 6 columns for entering application and patent numbers.

Patent Cooperation Treaty (PCT)

Enter PCT application number only if a U.S. Application Number has not been assigned. PCT [] PCT [] PCT [] PCT [] PCT []

Number of Properties Enter the total number of properties involved. # 4

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 160.00

Method of Payment: Enclosed [x] Deposit Account [] Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account)

Deposit Account Number # 20-0531

Authorization to charge additional fees: Yes [x] 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.

Ira V. Heffan Name of Person Signing

[Signature] Signature

December 3, 1998 Date

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 "ATREVE SOFTWARE, INC.", CHANGING ITS NAME FROM "ATREVE SOFTWARE, INC." TO "WEBSPECTIVE SOFTWARE, INC.", FILED IN THIS OFFICE ON THE FOURTH DAY OF NOVEMBER, A.D. 1998, AT 4 O'CLOCK P.M.

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



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

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9407616

DATE: 11-16-98

PATENT
REEL: 9627 FRAME: 0174

CERTIFICATE OF AMENDMENT
OF
FIRST AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
ATREVE SOFTWARE, INC.

Atreve Software, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of the Corporation, by action taken at a meeting called and duly held on September 15, 1998, in accordance with the provisions of the General Corporation Law of the State of Delaware, duly adopted resolutions setting forth a proposed amendment to the certificate of incorporation of the Corporation and declaring its advisability. The resolution setting forth the proposed amendment is substantially as follows:

RESOLVED: That the Board deems it advisable and in the best interests of the Corporation that the Corporation change its name to WebSpective Software, Inc. and that the certificate of incorporation of the Corporation be so amended by changing Article FIRST thereof.

SECOND: That the First Amended and Restated Certificate of Incorporation is hereby amended by amending Article FIRST as follows:

"FIRST: The name of this Corporation is: WebSpective Software, Inc."

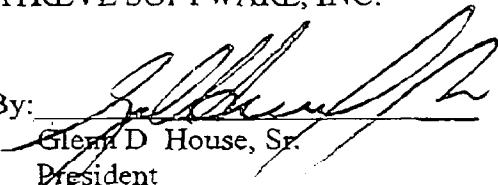
THIRD: That in lieu of a meeting and vote of stockholders, the stockholders of the Corporation have by written consent in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware consented to the proposed amendment set forth above and authorized the filing of a certificate of amendment reflecting the proposed amendment.

FOURTH: 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 and written notice of such consent has been given to all stockholders who have not consented in writing to the said amendment.

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed by Glenn D. House, Sr., its President, this 28 day of October, 1998.

ATREVE SOFTWARE, INC.

By:


Glenn D. House, Sr.
President