


FORM PTO-1595 (Rev. 3/01) OMD NO. 0651-0011 exp. 5/31/2002		<b>Recordation Form Cover Sheet</b> <b>PATENTS ONLY</b>		U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office	
To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.					
1. Name of conveying party(ies): <b>Calico Technology, Inc.</b>		2. Name and address of receiving party(ies): Name: <b>Calico Commerce, Inc.</b>			
Additional name(s) of conveying party(ies) attached? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		Internal Address: _____			
3. Nature of Conveyance <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other: Certificate Of Amendment Of the Amended And Restated Articles Of Incorporation Of Calico Technology, Inc.		Street Address: <b>RiverPark Towers</b> <b>333 West San Carlos Street, Suite 300</b> City: <b>San Jose</b> State/Provence: <b>CA</b> Zip: <b>95110</b> Country: _____			
Execution Date(s): <b>07/02/1999</b>		Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
4. Application Number(s) or patent number(s) : If this document is being filed together with a new application, the execution date of the application is: _____ A. Patent Application No.(s) <b>5,799,318</b>		B. Patent No.(s) _____ Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
5. Name and address of party to whom correspondence concerning document should be mailed: <b>James H. Salter</b> Name: <b>Blakely, Sokoloff, Taylor &amp; Zafman LLP</b> Internal Address: _____ Street Address: <b>12400 Wilshire Boulevard, 7<sup>th</sup> Floor</b> City: <b>Los Angeles</b> State: <b>California</b> Zip: <b>90025</b>		6. Total number of applications and patents involved: <b>1</b>			
		7. Total Fee (37 CFR 3.41).....\$ 0 40.00 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorization to charge additional fees			
		8. Deposit Account Number: <b>02-2666</b> (Attach duplicate copy of this page if paying by deposit account)			
DO NOT USE THIS SPACE					
9. Statement and signature. <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. Charges to the deposit account are authorized, as indicated herein.</i>					
Sheryl Sue Holloway, Reg. No. 37,850 Name of Person Signing		 Signature		<b>Jan. 29, 2002</b> Date	
Total number of pages including cover sheet, attachments, and document: <b>4</b>					

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

Atty Docket No. 02408.P001C

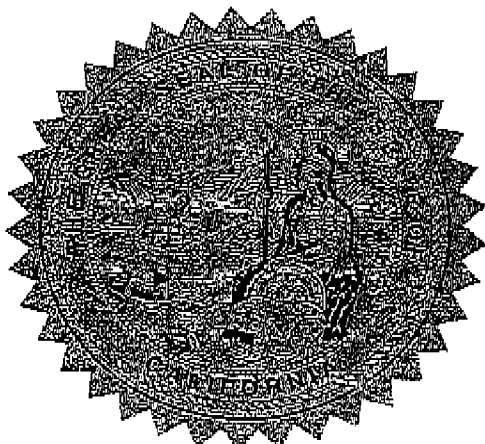
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**SECRETARY OF STATE**

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



*IN WITNESS WHEREOF*, I execute this certificate and affix the Great Seal of the State of California this day of

JUL 08 1999

Secretary of State

30527619

CERTIFICATE OF AMENDMENT  
OF THE  
AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
CALICO TECHNOLOGY, INC.

ENDORSED - FILED  
in the office of the Secretary of State  
of the State of California  
JUL 02 1999  
BILL JONES, Secretary of State

The undersigned Joseph Moran and Gregory M. Gallo hereby certify that:

1. They are the duly elected and acting Vice President and Assistant Secretary of Calico Technology, Inc., a California corporation (the "Corporation").

2. Article I of the Corporation's Amended and Restated Articles of Incorporation, which presently reads as follows:

"The name of the corporation is Calico Technology, Inc."

is amended to read as follows:

"The name of the corporation is Calico Commerce, Inc."

3. The foregoing amendment of the Amended and Restated Articles of Incorporation has been duly approved by the Board of Directors of the Corporation.

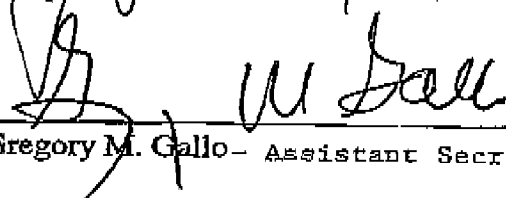
4. The foregoing amendment of the Amended and Restated Articles of Incorporation has been duly approved by the required vote of the shareholders of the Corporation in accordance with Sections 902 and 903 of the California Corporations Code. There are currently 7,749,167 shares of Common Stock, 4,000,000 shares of Series A Preferred Stock, 2,400,000 shares of Series B Preferred Stock, 1,388,889 shares of Series C Preferred Stock, 836,667 shares of Series D Preferred Stock and 1,791,725 shares of Series E Preferred Stock outstanding. The number of

shares voting in favor of the amendment equaled or exceeded the vote required, such required vote being more than 50% of the total number of outstanding shares of Common Stock and more than 50% of the total number of outstanding shares of Series A Preferred Stock, Series B Preferred Stock, Series C Preferred Stock, Series D Preferred Stock and Series E Preferred Stock voting together as a single class.

Each of the undersigned certifies under penalty of perjury that he has read the foregoing Certificate of Amendment of the Amended and Restated Articles of Incorporation and knows the contents thereof, and that the statements therein are true.

Executed at San Jose, California on May 13, 1999.

  
\_\_\_\_\_  
Joseph Moran - Vice President

  
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Gregory M. Gallo - Assistant Secretary

