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| Form PTO-1595<br>(Rev. 5/99)<br>OMB No. 0651-0011 (exp. 4/94) | RECC<br>102006968 | U.S. DEPARTMENT OF COMMERCE<br>Patent and Trademark Office<br>Docket No.: NGM-00201 |
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(PTO DOCUMENT ID NO.: 101691997)

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| 1. Name of conveying party(ies):<br><u>Mantra Software Corporation</u><br><br>Additional name(s) of conveying party(ies) attached?<br>Yes ___ No <u>X</u><br><br>Nature of conveyance:<br>( ) Assignment ( ) Merger<br>( ) Security Agreement (X) Change of Name<br>( ) Other:<br><br>Execution Date: <u>June 01, 2000</u> | 2. Name and address of receiving party(ies)<br>Name: <u>NuGenesis Technologies Corporation</u><br>Internal Address: _____<br>_____<br>Street Address: : <u>1900 West Park Drive</u><br><u>Westborough, MA 01581</u><br><br>Additional name(s) & address(es) attached? Yes No <u>X</u> |
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MEM 2/28/2

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the applications is: \_\_\_\_\_

|  |                  |
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| A. Patent Application No.(s) <u>09/478,156</u> | B. Patent No.(s) |
|--|------------------|

Additional numbers attached? Yes \_\_\_ No X

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| 5. Name and address of party to whom correspondence concerning document should be mailed:<br>6.<br>Name: <u>Patent Group</u><br>Internal Address: <u>Hutchins, Wheeler &amp; Dittmar</u><br>Street Address: <u>101 Federal Street</u><br>City: <u>Boston</u> State: <u>MA</u> ZIP: <u>02110</u> | 7. Total number of applications and patents involved: 1<br><br>8. Total fee (37 CFR 3.41).....\$40<br>___ Authorized to be charged to deposit account<br><br>8. Deposit account number:<br>_____<br>(Attached duplicate copy of this page if paying by deposit account) |
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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.*

Anne E. Saturnelli, Reg. No. 41, 290      February 19, 2002  
 Name of Person Signing      Signature      Date

Total number of pages including cover sheet, attachments, and document: 4

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

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Office of the Secretary of State

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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 "MANTRA SOFTWARE CORP.", CHANGING ITS NAME FROM "MANTRA SOFTWARE CORP." TO "NUGENESIS TECHNOLOGIES CORPORATION", FILED IN THIS OFFICE ON THE FIRST DAY OF JUNE, A.D. 2000, AT 11:30 O'CLOCK A.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".

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Edward J. Freel, Secretary of State

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001277455

AUTHENTICATION: 0472633

DATE: 06-01-00

PATENT

REEL: 012632 FRAME: 0664

CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
MANTRA SOFTWARE CORP..

Pursuant to Section 242  
of the General Corporation Law of  
the State of Delaware

Mantra Software Corp. (hereinafter called the "Corporation"), organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify as follows:

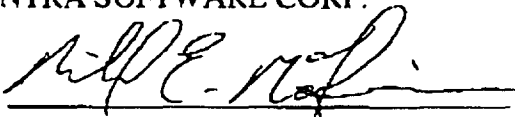
By unanimous written consent of the Board of Directors of the Corporation a resolution was adopted, pursuant to Section 242 of the General Corporation Law of the State of Delaware, setting forth an amendment to the Certificate of Incorporation of the Corporation and declaring said amendment to be advisable. The stockholders of the Corporation duly approved said proposed amendment by written consent in accordance with Sections 228 and 242 of the General Corporation Law of the State of Delaware, and prompt written notice of the taking of the action without a meeting by less than unanimous written consent has been given in accordance with Section 228(d) to the stockholders that did not consent in writing. The resolution setting forth the amendment is as follows:

**RESOLVED:** That Article FIRST of the Certificate of Incorporation of the Corporation be and hereby is deleted and the following is hereby inserted in lieu thereof as a new Article FIRST:

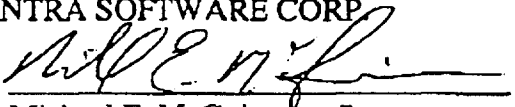
"The name of the corporation is NuGenesis Technologies Corporation (the "Corporation")."

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by its President and attested by its Secretary this 30<sup>th</sup> day of April, 2000.

MANTRA SOFTWARE CORP.

By:   
Michael E. McGuinness, President

MANTRA SOFTWARE CORP.

By:   
Michael E. McGuinness, Secretary