

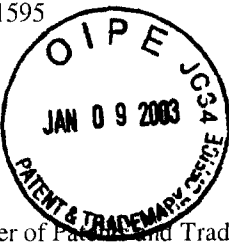
06-11-2003

REC



102469976

Resubm
Our Ref.: 1561-63



6-6-03

Commissioner of Patents and Trademarks
Box Assignment, Washington, D.C. 20231

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

<p>1. Name of conveying party(ies): Proksim Software Inc.</p> <p><i>01/09/03</i></p> <p>Additional name/s of conveying party/ies attached? <input type="checkbox"/></p> <p>3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Assignment <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other</p> <p>Execution Date: <u>November 21, 2002</u></p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>QUAZAL TECHNOLOGIES INC.</u> Internal Address: _____ Street Address: <u>433 Place Jacques-Cartier, Suite 200</u> _____ _____ City: <u>Montreal, Quebec</u> State/Country: <u>Canada</u> Zip: <u>H2Y 3B1</u></p> <p>Additional name/s & address/es attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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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: _____

<p>A. Patent Application No(s). (1) <u>09/735,925</u> (2) _____ (3) _____</p>	<p>B. Patent No(s). (1) _____ (2) _____ (3) _____</p> <p>Additional numbers attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Larry S. Nixon</u> Internal Address: _____ Street Address: <u>Nixon & Vanderhye P.C.</u> <u>1100 North Glebe Road</u> <u>8th Floor</u> City: <u>Arlington</u> State: <u>VA</u> Zip: <u>22201</u></p>	<p>6. Total number of applications & patents involved: <u>1</u></p> <p>7. Total fee (37 CFR 3.41) \$ <u>40.00</u> <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account #14-1140</p> <p>8. The Commissioner is hereby authorized to charge any <u>deficiency</u> in the fee(s) filed, or asserted to be filed, or which should have been filed herewith (or with any paper thereafter filed in this application by this firm) to our Account No. 14-1140.</p>
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01 FC:8021 40.00 DP

DO NOT USE THIS SPACE

9. Statements 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.

<p><u>Larry S. Nixon</u> Name of Person Signing Reg. No. 25,640</p>	<p><i>Larry S. Nixon</i> Signature</p>	<p><u>January 9, 2003</u> Date</p>
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Total number of pages including **original** cover sheet, attachments, and document: [3]

CERTIFICAT DE MODIFICATION

Loi sur les compagnies, Partie IA
(L.R.Q., chap. C-38)

J'atteste par les présentes que la compagnie

TECHNOLOGIES QUAZAL INC.

et sa ou ses version(s)

QUAZAL TECHNOLOGIES INC.

a modifié ses statuts le **21 NOVEMBRE 2002**, en vertu de la partie IA de la Loi sur les compagnies, tel qu'indiqué dans les statuts de modification ci-joints.

Déposé au registre le 21 novembre 2002
sous le matricule 1147251533



R S Turcotte

Inspecteur général des institutions financières

I, Ralph Atkinson, Chartered Patent Agent, hereby certify that this is a true copy of the original document.

Signature

Date.....

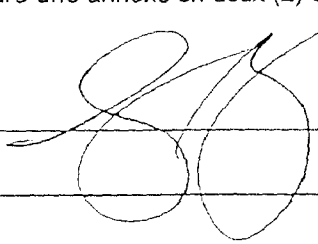
R. Atkinson
16 Dec 2002

E130H13Q35T12NA

1 Dénomination sociale TECHNOLOGIES QUAZAL INC. - QUAZAL TECHNOLOGIES INC.	
2 <input type="checkbox"/> Requête présentée en vertu de l'article 123.140 et suivants de la Loi sur les compagnies	
3 Les statuts de la compagnie sont modifiés de la façon suivante : 3.1 La dénomination sociale de la compagnie est changée en celle de TECHNOLOGIES QUAZAL INC. - QUAZAL TECHNOLOGIES INC. 3.2 L'article 3 des Statuts de modification datés du 9 mai 2001 est modifié par l'annulation des actions de catégorie "A", dont 2 566 001 sont actuellement émises et en circulation, et par l'annulation des actions privilégiées de catégorie "A" présentement autorisées, dont aucune action n'a jamais été émise, du capital-actions de la Compagnie en tant que catégories et par la création d'un nombre illimité d'actions de catégorie "A", d'actions privilégiées de catégorie "B" et d'actions privilégiées de catégorie "C", sans valeur nominale, pouvant être émises pour une considération illimitée. 3.3 Chacune des actions de catégorie "A" présentement émises et en circulation du capital-actions de la compagnie est convertie en une (1) nouvelle action de catégorie "A". 3.4 Suite à la conversion ci-dessus mentionnée, le montant crédité à la subdivision du compte de capital-actions émis et payé afférent aux actions de catégorie "A" présentement émises et en circulation est crédité en totalité à la subdivision du compte de capital-actions émis et payé afférente aux nouvelles actions de catégorie "A". 3.5 Les droits, privilèges, restrictions et conditions afférents aux actions de catégorie "A", aux actions privilégiées de catégorie "B" et aux actions privilégiées de catégorie "C" sont décrits à l'annexe 1 des présents statuts de modification pour en faire partie intégrante.	
4 Date d'entrée en vigueur, si différente de la date du dépôt (voir directives)	5 Dénomination sociale (ou numéro matricule) antérieure à la modification, si différente de celle mentionnée à la case 1 PROKSIM SOFTWARE INC.

Si l'espace est insuffisant, joindre une annexe en deux (2) exemplaires.

Signature de
l'administrateur autorisé



Réservé à l'administration

C-215 (Rév. 2001-03)

Gouvernement du Québec
déposé le

21 NOV. 2002



L'inspecteur général des
Institutions financières

A111263-M0111

**CANADIAN AMENDMENT CERTIFICATE
and
QUEBEC: FORM 5; AMENDMENT STATUTES**

I Stéphane Ambrosini of Atkinson Burrington hereby certify that I am familiar with both the French language and the English language and that the translations attached hereto are an accurate English translation of the original French text.

Signed:


Name: Stéphane Ambrosini

Date: Tuesday, 03 June 2003

AMENDMENT CERTIFICATE

Company Law, Part IA

I hereby certify that the company

TECHNOLOGIES QUAZAL INC

and its version(s)

QUAZAL TECHNOLOGIES INC

modified its statutes on 21 NOVEMBER 2002, according to Part IA of company law, as indicated in the enclosed statutes of amendment.

Filed at the Register on 21 November 2002
under the Reference 1147251533

1 Registered company name TECHNOLOGIES QUAZAL INC - QUAZAL TECHNOLOGIES INC	
2 <input type="checkbox"/> Request filed under article 123.140 and according to company law	
3 The statutes of the company are amended as follows:	
3.1 The registered name of the company is amended to TECHNOLOGIES QUAZAL INC - QUAZAL TECHNOLOGIES INC.	
3.2 Article 3 of the amendment statutes dated 9 May 2001 is amended by the cancellation of category "A" shares, of which 2 586 001 have been issued to date and are in application, as well as the cancellation of category "A" privileged shares currently authorized, of which none has yet been issued, of the capital in issued shares of the company in terms of categories. Said article 3 is further modified by the creation of an unlimited number of category "A" shares, category "B" privileged shares and category "C" privileged shares without a nominal value, which may be issued for an unlimited consideration.	
3.3 Each of the category "A" shares presently issued and in application of the capital issued in shares of the company is converted into one (1) new category "A" share.	
3.4 Following the above mentioned conversion, the amount credited to the sub-division of the paid and issued account of capital shares relating to category "A" shares presently issued and in application is credited in totality to the sub-division of the issued and paid account of capital shares relating to the new category "A" shares.	
3.5 The rights, privileges, restrictions and conditions relating to category "A" shares, to category "B" privileged shares and to category "C" privileged shares are described in annex 1 of the present amendment statutes to be integrated therein.	
4. Application date, if different of the filing date (see directives)	5. Registered company name (or registration number) previously to the amendment, if different from that mentioned in cell 1. PROKSIM SOFTWARE INC

In case of insufficient room, please enclose an annex in duplicate (2).

Signature
of the authorised administrator _____

Reserved to the administration

Government of Québec filed on 21 NOV. 2002 General Inspector of Financial Institutions
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