U.S. DEPARTMENT OF COMMERCE.

DATENT	AND TO A	DEMARK	OFFICE

PATENTS ONLY				
TO THE HONORABLE DIRECTOR OF THE UNITED STATES PATENT ORIGINAL DOCUMENTS OR COPY THEREOF.	AND TRADEMARK OFFICE. PLEASE RECORD THE ATTACHED			
1. Name of conveying party: (a) BroadJump, Inc. (b) (c) Additional name(s) of conveying party(ies) attached? Yes No 3. Nature of Conveyance: Assignment Merger Security Agreement Change of Name Other Execution Date: May 14, 2003	2. Name and address of receiving party: Name: Motive Communications, Inc. Street Address: 12515 Research Blvd., Building 5 City: Austin TX 78759 Country: USA TX 78759 TX 78759 TX 78759 TY			
4. Application number(s) or patent number(s): If this document is being filed together with a new application, t A. Patent Application No.(s) - 09/542,602 Title: Broadband Service Control Network	he execution date of the application is: B. Patent No.(s)			
Additional num	nbers attached? Yes No			
Name and address of party to whom correspondence concerning document should be mailed: Name: D'Ann Naylor Rifai Firm: CAMPBELL STEPHENSON ASCOLESE LLP	6. Total number of applications and patents involved: 1			
Address: 4807 Spicewood Springs Rd. Address: Bldg, 4, Suite 201 City Austin State TX Zip 78759	7. Total fee (37 CFR 3.41): \$40.00 Authorized to be charged to Deposit Account Charge Deposit Account 502306 for any additional fees required for this conveyance and credit deposit account			
09/04/2003 ECODPER 00000041 502306 09542602 DO NOT US 01 FC:8021 40.00 DA	SE THIS SPACE			
8. Statement and signature. To the best of my knowledge and belief, the foregoing informat document. D'Ann Naylor Rifal Reg. # 47,026	tion is true and correct and any attached copy is a true copy of the original			
Name of Person Signing	Signature Date tal number of pages including cover sheet, attachments, and documents: 14			

PATENT

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Gwyn Shea Secretary of State

Corporations Section P.O.Box 13697 Austin, Texas 78711-3697



Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that the attached articles of merger of

BroadJump, Inc. Domestic Business Corporation [Filing Number: 151647000]

Into

MOTIVE COMMUNICATIONS, INC. Foreign Business Corporation DE, USA [Filing Number: 11559006]

have been filed in this office as of the date of this certificate.

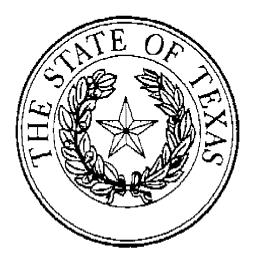
Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate of merger.

Dated:05/14/2003

Effective:05/14/2003

PHONE(512) 463-5555

Prepared by: Lisa Sartin



Luyn Shea Gwyn Shea

Secretary of State

Come visit us on the internet at http://www.sos.state.tx.us/ PATENT: FAX(512) 463-5709 REEL: 014537 FRAME: 0686

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ARTICLES OF MERGER

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BROADJUMP, INC.

Corporations Section

into

MOTIVE COMMUNICATIONS, INC.

Pursuant to the provisions of Article 5.16.B of the Texas Business Corporation Act (the "TBCA"), Motive Communications, Inc., a Delaware corporation (the "Parent"), adopts the following Articles of Merger for the purpose of merging BroadJump, Inc., a Texas corporation (the "Subsidiary"), with and into the Parent:

ARTICLE I

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The name of the Parent is Motive Communications, Inc. and the name of the Subsidiary is BroadJump, Inc. The Parent is a Delaware corporation and the Subsidiary is a Texas corporation.

ARTICLE II

The number of ourstanding shares of each class of the Subsidiary and the number of such shares of each class owned by the Parent are as follows:

Designation of Class	Number of Shares Outstanding	Number of Shares Owned by the Parent
Common Stock, par value \$.01 per share	100	100

ARTICLE III

The Board of Directors of the Parent has duly adopted, by written consent in lieu of a meeting, dated March 3, 2003, certain resolutions (the "Board Resolutions") authorizing the merger of the Subsidiary with and into the Parent (the "Merger") pursuant to the provisions of Section 253 of the Delaware General Corporation Law. A true and correct copy of the Board Resolutions is attached hereto as Exhibit A.

ARTICLE IV

The address, including the street number, of the registered office of the Parent in the State of Delaware is 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808, County of New Castle,

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ARTICLE V

The Parent will be responsible for the payment of all fees and franchise taxes of the Subsidiary, and the Parent and will be obligated to pay such fees and franchise taxes if the same are not timely paid.

[Signature Page Follows]

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IN WITNESS WHEREOF, the Parent has caused these Articles of Merger to be executed as of April 23, 2003.

MOTIVE COMMUNICATIONS, INC.

President

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EXHIBIT A

Resolutions

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MOTIVE COMMUNICATIONS, INC. a Delaware corporation

Written Consent of Directors in Lieu of a Meeting

March 3, 2003

Pursuant to the provisions of Section 141(f) of the of the General

Corporation Law of the State of Delaware ("DGCL"), the undersigned, being all of the
members of the Board of Directors (the "Board") of Motive Communications, Inc., a

Delaware corporation (the "Corporation"), do hereby consent in writing to the adoption
of the resolutions set forth below, which resolutions shall have the same force and effect
as if adopted at a meeting of the Board that was duly called and held and at which all
members of the Board were present and acting throughout:

Approval of Merger

WHEREAS, the Corporation owns at least 90% of the outstanding shares of common stock, par value \$.01 per share, of BroadJump, Inc., a Texas corporation (the "Subsidiary");

WHEREAS, the Board of Directors desires that the Subsidiary merge with and into the Corporation; and

WHEREAS, it is proposed that the merger (the "Merger") of the Subsidiary with and into the Corporation be effected pursuant to Section 253 of the DGCL and Article 5.16.B of the Texas Business Corporation Act;

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby determines that it is advisable and in the best interests of the Corporation to effect the Merger; and further

RESOLVED, that the terms and conditions of the Merger shall be as follows:

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- 1. At the effective time of the Merger, (a) the Subsidiary shall be merged with and into the Corporation, (b) the Subsidiary shall cease to exist as a separate legal entity and (c) the Corporation shall continue in existence as the sole surviving corporation in the Merger (the "Surviving Corporation").
- 2. At the effective time of the Merger, the certificate of incorporation of the Surviving Corporation shall be identical to the certificate of incorporation of the Corporation immediately prior to such effective time.
- 3. At the effective time of the Merger, the Bylaws of the Surviving Corporation shall be identical to the Bylaws of the Corporation immediately prior to such effective time.

RESOLVED, that the Board hereby adopts and approves the terms and conditions for the Merger set forth above; and further

RESOLVED, that the appropriate officers of the Corporation are hereby authorized, empowered and directed to execute and file with the Secretary of State of the State of Delaware, a Certificate of Ownership and Merger with respect to the Merger (which shall be in such form as the officers executing the same shall approve, such approval to be conclusively evidenced by the execution thereof by said officers) in the name of, and on behalf of, the Corporation; and further

RESOLVED, that the appropriate officers of the Corporation are hereby authorized, empowered and directed to execute and file with the Secretary of State of the State of Texas, an Articles of Merger with respect to the Merger (which shall be in such form as the officers executing the same shall approve, such approval to be conclusively evidenced by the execution thereof by said officers) in the name of, and on behalf of, the Corporation; and further

Miscellaneous

RESOLVED, that the appropriate officers of the Corporation are hereby authorized, empowered and directed, for and on behalf of the Corporation, to do and perform all such acts and things and to enter into, execute and deliver all such certificates, agreements, acknowledgements, instruments, contracts, statements and other documents that, in the judgment of the officer taking such action, are necessary or appropriate to effectuate and carry out the purposes and intent of the foregoing resolutions; and further

RESOLVED, that all actions heretofore taken by the officers of the Corporation for and on behalf of the Corporation and in its name and in connection with the matters described in these resolutions are hereby ratified, confirmed and approved in all respects as the actions of the Corporation.

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IN WITNESS WHEREOF, the undersigned has executed this written

consent to be effective as of the date first above written

Kip McClanahan

Scott L. Harmon

Eric L. Jones

Michael J. Maples, St.

David Sikora

John D. Thornton

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IN WITNESS WHEREOF, the undersigne: has executed this written consent to be effective as of the date first above written.

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IN WITNESS WHEREOF, the undersigned has executed this written consent to be effective as of the data first above written.

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Eric L. Jones
Michael J. Maples, Sr.
David Sikora

John D. Thornton

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IN WITNESS WHEREOF, the undersigned has executed this written consent to be effective as of the date first above written.

Kip McClananan
Scott L. Harmon
•
Eric L. Jones
michael Marker
Michael J. Maples, Sr.
David Sikora
John D. Thornton

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IN WITNESS WHEREOF, the undersigned has executed this written consent to be effective as of the date first above written.

Kip McClanshan	
Scott L. Harmon	
Eric L. Jones	
Michael J. Maples, Sr.	
David Sikora	_
John D. Thornton	

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IN WITNESS WHEREOF, the undersigned has executed this written consent to be effective as of the date first above written.

John D.

Scott L. Harmon

Eric L. Jones

Michael J. Maples, Sr.

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PATENT TOTAL REEL: 014537 FRAME: 0698

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RECORDED: 04/20/2004