

09-06-2002
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Form PTO-1595
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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U.S. DEPARTMENT OF COMMERCE
U.S. 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):

@Track Communications, Inc. *19-03-02*

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: MINORPLANET SYSTEMS USA, INC.
Internal Address: _____

Street Address: 1155 Kas Drive

City: Richardson State: TX Zip: 75081
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
Execution Date: 07/22/2002

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) 09/219,113
09/126,018
Additional numbers attached? Yes No

B. Patent No.(s) 5,155,689
5,299,132; 5,398,190; 5,454,027

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: D. Brit Nelson
Internal Address: ATTN: IP DOCKET CLERK
Locke Liddell & Sapp LLP
Street Address: 3400 JPMorganChase Tower
600 Travis
City: Houston State: TX Zip: 77002-3095

6. Total number of applications and patents involved: 43
7. Total fee (37 CFR 3.41).....\$ 1720.00
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number:
12-1322

OFFICE OF THE COMMISSIONER OF PATENTS AND TRADEMARKS
SEP -3 AM 7:51
FINANCE SECTION

DO NOT USE THIS SPACE

9. Signature.
David Pille _____ 08/29/2002
Name of Person Signing Signature Date
Total number of pages including cover sheet, attachments, and documents: 4

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

09/05/2002 TDIAZI 00000124 09219113
01 FC:581 1720.00 0P

Recordation Form Cover Sheet
Continuation of Box 4B

Additional Patent Numbers:

5,513,111
5,519,621
5,539,810
5,544,225
5,579,376
5,652,707
5,694,322
5,699,275
5,724,243
5,734,981
5,771,455
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5,826,195
5,832,394
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5,999,091
6,009,330
6,010,102
6,018,657
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6,141,404
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6,240,295
6,295,449
6,301,480
6,308,060
6,405,033

Delaware

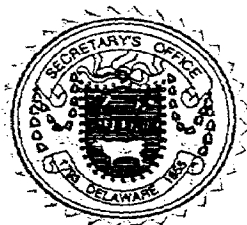
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, 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 "@TRACK COMMUNICATIONS, INC.", CHANGING ITS NAME FROM "@TRACK COMMUNICATIONS, INC." TO "MINORPLANET SYSTEMS USA, INC.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF JULY, A.D. 2002, AT 2 O'CLOCK P.M.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE TWENTY-SECOND DAY OF JULY, A.D. 2002, AT 5:31 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2374419 8100

AUTHENTICATION: 1895929

020466519

DATE: 07-22-02

PATENT
REEL: 013248 FRAME: 0392

**CERTIFICATE OF AMENDMENT
OF THE
RESTATED CERTIFICATE OF INCORPORATION
OF
@TRACK COMMUNICATIONS, INC.**

@Track Communications, 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 held a special meeting on May 21, 2002, at which it duly adopted a resolution, pursuant to Sections 242 and 141 of the General Corporation Law of the State of Delaware, setting forth an amendment to the Restated Certificate of Incorporation of the Corporation and declaring said amendment to be advisable and in the best interests of the Corporation.

SECOND: That in accordance with Sections 242 and 228 of the General Corporation Law of the State of Delaware, the holders of at least a majority of the stock of every class entitled to vote on said amendment have duly approved and adopted said amendment pursuant to a written consent. Prompt written notice of the adoption of the amendment will be given as provided in Section 228 of the General Corporation Law of the State of Delaware to every stockholder entitled to such notice.

THIRD: This amendment shall be effective at 5:31 P.M. Eastern Standard Time on July 22, 2002.

FOURTH: That the amendment is as follows:

Article I of the Corporation's Restated Certification of Incorporation is hereby amended by deleting said Article I in its entirety and replacing it with the following in lieu thereof:

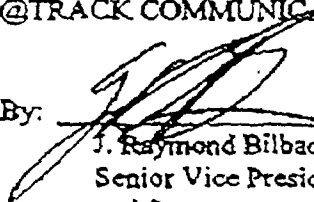
"L Name

The name of the corporation is Minorplanet Systems USA, Inc."

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment of the Restated Certificate of Incorporation to be signed by the undersigned duly authorized officer this 22nd day of July, 2002.

@TRACK COMMUNICATIONS, INC.

By:


J. Raymond Bilbao,
Senior Vice President, General Counsel
and Secretary

042019:00000: DALLAS: 10412413

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 02:00 PM 07/22/2002
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TOTAL P.02