

05-15-1998

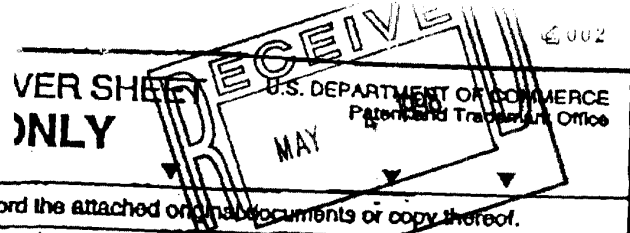
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FM PTO-1594
(Rev. 5-83)

US No. 0651-0011 (mp. 4/94)



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Tab settings

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

1. Name of conveying party(ies):

GOLDEN SWIRL FROZEN YOGURT, INC.

- Individual(s)
- General Partnership
- Corporation-State (UTAH)
- Other
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: August 29, 1997

2. Name and address of receiving party(ies)

Name: Golden Swirl Management Co.

Internal Address:

Street Address: 3361 Boyington, #160

City: Carrollton State: TX ZIP: 75006

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Utah
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

List attached

B. Trademark Registration No.(s)

List attached

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Anita Nesser

Internal Address:

Street Address: 3361 Boyington, Suite 160

City: Carrollton State: TX ZIP: 75006

6. Total number of applications and registrations involved:

8

7. Total fee (37 CFR 3.41).....\$ 215.00

- Enclosed (Fee was attached to original submission of documents)
- Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

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.

Anita Nesser
Name of Person Signing

Anita Nesser
Signature

April 27, 1998
Date

Total number of pages including cover sheet, attachments, and document: 3

| Country | Mark | Reg # | Reg Date | App # | App Date | Status |
|---------------|---|-----------|----------|-----------|----------|------------|
| United States | Swirl Design | 1,782,245 | 7/13/93 | 74/091958 | 8/23/90 | REGISTERED |
| United States | Golden Swirl and Swirl Design | 1,772,609 | 5/18/93 | 74/091850 | 8/23/90 | REGISTERED |
| United States | Golden Swirl and Swirl Design | 1,770,847 | 5/11/93 | 74/091959 | 8/23/90 | REGISTERED |
| United States | Swirl Design | 1,772,502 | 5/18/93 | 74/091823 | 8/23/90 | REGISTERED |
| United States | Golden Swirl | 2,038,978 | 2/18/97 | 75/082393 | 4/2/96 | REGISTERED |
| United States | Nature's Own Blend | | | 75/082395 | 4/2/96 | PUBLISHED |
| United States | Golden Swirl Nature's Own Blend w/Square Sun & Fruit Design | | | 75/215232 | 12/18/96 | PUBLISHED |

| Country | Mark | Reg # | Reg Date | App # | App Date | Status |
|---------------|---|-------|----------|-----------|----------|---------|
| United States | Golden Swirl Nature's Own Blend w/Swirl Wrapped Orange Design | | | 75/215236 | 12/18/96 | PENDING |

Co #122104

State of Utah
Department of Commerce
Division of Corporations and Commercial Code

ARTICLES OF AMENDMENT

I hereby certify that the foregoing has been filed and approved on the 2 day of August 1997 in the office of this Division and hereby issue this Certificate thereof.

TO THE ARTICLES OF INCORPORATION OF
GOLDEN SWIRL FROZEN YOGURT, INC.

Examiner KS Date 9/5/97



Karla S. Woods
KORLA T. WOODS
Division Director

97 SEP -2 10:37

Pursuant to the provisions of Section 16-10-57 of the Utah Business Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the Corporation is Golden Swirl Frozen Yogurt, Inc.

SECOND: The following Amendment to the Articles of Incorporation of the Corporation was approved by the shareholders of the Corporation on the 29th day of August, 1997, in the manner required by the Utah Business Corporation Act.

(a) The Amendment revises Article I of the Articles of Incorporation of the Corporation to read in its entirety as follows:

"The name of the corporation is GOLDEN SWIRL MANAGEMENT COMPANY."

(b) The Amendment also revises Article VIII of the Articles of Incorporation of the Corporation to read in its entirety as follows:

"The address of the Corporation's registered office and the name of its registered agent at such address is: Anita Nesser, 2159 South 700 East, Suite 240, Salt Lake City, Utah 84106."

THIRD: The total number of shares of the Corporation outstanding at the time of the adoption of the amendment set forth in paragraph "SECOND" hereof was 1,393,344 common shares. Each of the outstanding shares of the Corporation was entitled to

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one vote upon the amendment set forth in paragraph "SECOND" hereof.

FOURTH: None of the outstanding shares of the Corporation were entitled to vote upon the amendment set forth in paragraph "SECOND" hereof as a class.

FIFTH: The total number of shares voted FOR the amendment set forth in paragraph "SECOND" hereof was 1,393,344 common shares. No shares voted against the amendment set forth in paragraphs "SECOND" hereof.

SIXTH: The amendment set forth herein does not provide for any exchange, reclassification or cancellation of issued shares of the Corporation.

SEVENTH: The amendment set forth herein does not effect any change in the amount of the stated capital of the Corporation.

DATED this 29th day of August, 1997.

GOLDEN SWIRL FROZEN YOGURT, INC.

By: Anita Nesser
Anita Nesser
Secretary and General Counsel

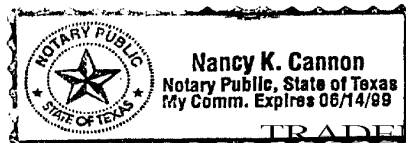
STATE OF TEXAS §
 §
COUNTY OF DALLAS §

Personally appeared before me this 29th day of August, 1997 the above-named Anita Nesser to me known to be the person who executed the foregoing application as Secretary and General Counsel of the above-named applicant and, being first duly sworn, stated upon oath that said application, and all exhibits submitted herewith, are true and correct.

[NOTARY SEAL]

Nancy K. Cannon
Notary Public in and for the State of Texas

AMENDMENT TO CHANGE NAME
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TRADE MARK