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HEET
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To the Honorable Commissioner of Pa

100725809

Attached original documents or copy thereof.

1. Name of conveying party(ies):

HEDLEY PACIFIC VENTURES LTD.

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

Province of British Columbia in Canada
Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

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

Execution Date: June 11, 1996

2. Name and address of receiving party(ies):

Name: HEDLEY TECHNOLOGIES INC.
formerly by change of name
HEDLEY TECHNOLOGIES LTD.
SUITE 101, BUILDING 4
2600 SKYMARK AVENUE
MISSISSAUGA, ONTARIO
CANADA L4W 5B2

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

Province of British Columbia in Canada
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 registration number(s):

A. Trademark Application No.(s)

74/672954 - PROTECT-IT

B. Trademark registration No.(s)

N/A

Additional numbers attached? Yes No

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

Name: RON RICHES
COASTAL TRADEMARK SERVICES
Box 12109
Suite 2200 - 555 West Hastings St.
Vancouver, British Columbia
Canada V6B 4N6

6. Total number of applications and registrations involved:

ONE

7. Total fee (37 CFR 3.41):..... \$ 40.00

- Enclosed
- 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.

[Signature]
Name of Person Signing

[Signature]
Signature

May 29/98
Date

Total number of pages comprising cover sheet:

SEARCHED
SERIALIZED
INDEXED
RECORDED

06/02/1998 DCOATES 00000048 74E72954
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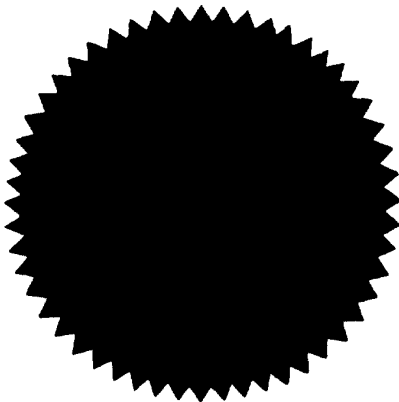
COMPANY ACT

I Hereby Certify that the documents annexed hereto and relating to **HEDLEY TECHNOLOGIES INC.** are true copies of the documents on file with the Registrar of Companies.

*Issued under my hand and Seal of Office
at Victoria, British Columbia,
on May 28, 1998*

A handwritten signature in black ink, appearing to read 'J. Powell'.

JOHN S. POWELL
Registrar of Companies
PROVINCE OF BRITISH COLUMBIA
CANADA



DUPLICATE

NUMBER: 22050



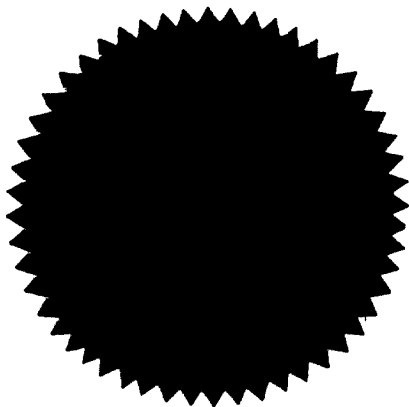
**CERTIFICATE
OF
CHANGE OF NAME**
COMPANY ACT

CANADA
PROVINCE OF BRITISH COLUMBIA

I Hereby Certify that
HEDLEY PACIFIC VENTURES LTD.

has this day changed its name to
HEDLEY TECHNOLOGIES LTD.

Issued under my hand at Victoria, British Columbia
on June 11, 1996



JOHN S. POWELL
Registrar of Companies

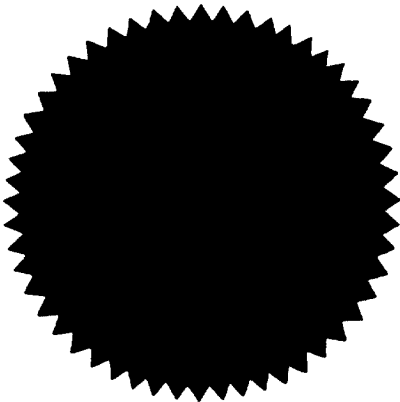
TRADEMARK
REEL: 1733 FRAME: 0994



COMPANY ACT

I Hereby Certify that the documents annexed hereto and relating to **HEDLEY TECHNOLOGIES INC.** are true copies of the documents on file with the Registrar of Companies.

*Issued under my hand and Seal of Office
at Victoria, British Columbia,
on May 27, 1998*



A handwritten signature in black ink that reads 'Powell'.

JOHN S. POWELL
Registrar of Companies
PROVINCE OF BRITISH COLUMBIA
CANADA

DUPLICATE

NUMBER: 22050



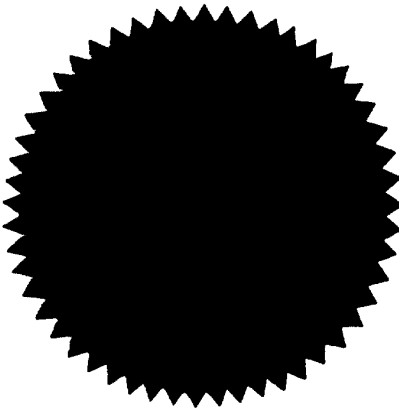
**CERTIFICATE
OF
CHANGE OF NAME**
COMPANY ACT

CANADA
PROVINCE OF BRITISH COLUMBIA

I Hereby Certify that
HEDLEY TECHNOLOGIES LTD.

has this day changed its name to
HEDLEY TECHNOLOGIES INC.

*Issued under my hand at Victoria, British Columbia
on July 08, 1996*



JOHN S. POWELL
Registrar of Companies

RECORDED: 06/01/1998

TRADEMARK
REEL: 1733 FRAME: 0996