

06-19-1998



100742553

6-8-98

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

1. Name of conveying party(ies):

THE CLINIC SHOE COMPANY

Individual                       Association  
 General Partnership         Limited Partnership  
 Corporation-State Missouri  
 Other \_\_\_\_\_

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

2. Name and address of receiving party(ies)

Name: TT GROUP INC

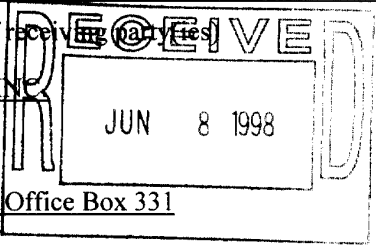
Internal Address: \_\_\_\_\_

Street Address: Post Office Box 331

City: Aurora    State: MO    Zip: 65605

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

If assignee is not domiciled in the United States, a domestic representative designation is attached:     Yes     No  
Additional names(s) & addresses(es) attached?     Yes     No



3. Nature of conveyance:

Assignment                       Merger  
 Security Agreement         Change of Name  
 Other \_\_\_\_\_

Execution Date: May 1, 1998

4. Application number(s) or registration number(s): SEE ATTACHED TABLE

A. Trademark Application No.(s) \_\_\_\_\_    B. Trademark Registration No.(s) \_\_\_\_\_

Additional numbers attached?     Yes     No

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

Name: Polster, Lieder, Woodruff & Lucchesi, L.C.

Internal Address: Suite 230

Street Address: 763 South New Ballas Road

City: St. Louis    State: MO    Zip: 63141

6. Total number of applications and registrations involved: 27

7. Total fee (37 CFR 3.41)    \$690.00

Enclosed  
 Authorized to be charged to deposit account in case of any deficiency.

8. Deposit account number: 16-2201  
(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.*

McPherson D. Moore                      6-5-98  
Name of person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments, and document: 6

0000065 1178  
40.00 DP  
650.00 DP  
06/19/1998 TTUN11  
01 FC:481  
02 FC:482

**THE CLINIC SHOE COMPANY  
U.S. ACTIVE TRADEMARK REGISTRATIONS**

CRADLE STEPPERS	117979	29-Apr-19	127427	11-Nov-79	REGISTERED
COOLFUT	170198	02-Oct-22	174110	02-Oct-83	REGISTERED
THE CLINIC SHOE AND DESIGN	316269	25-Jun-31	294485	31-May-92	REGISTERED
SPORT WALKS	400972	17-Dec-37	357514	07-Jun-78	REGISTERED
FOOTHRILLS	413635	09-Dec-38	371115	19-Sep-79	REGISTERED
HITCHIKERS (STYLIZED)	429613	15-Mar-40	380813	03-Sep-90	REGISTERED
CLINIC (STYLIZED)	608413	05-Jan-51	556333	18-Mar-92	REGISTERED
CLINIC	639647	17-Dec-52	599385	14-Dec-94	REGISTERED
FOR YOUNG WOMEN IN WHITE (STYLIZED)	015547	12-Sep-56	688343	17-Nov-79	REGISTERED
LB AND DESIGN	142644	19-Apr-62	744118	22-Jan-83	REGISTERED
FOOT THRILLS	192043	27-Apr-64	786850	16-Mar-85	REGISTERED
QUIET-FLEX AND DESIGN	181362	18-Nov-63	796000	14-Sep-85	REGISTERED
MISS LAZY BONES	206266	16-Nov-64	812211	02-Aug-86	REGISTERED
MISTER LAZY-BONES	264063	06-Feb-67	844169	13-Feb-88	REGISTERED
CRADLE STEP	266233	08-Mar-67	845947	12-Mar-88	REGISTERED
FOOTTHRILLS (STYLIZED)	161748	13-Mar-78	1107396	28-Nov-78	REGISTERED
CLINIC	220338	20-Jun-79	1140445	14-Oct-80	REGISTERED
GPO AND DESIGN	300681	11-Mar-81	1194389	27-Apr-82	REGISTERED
THE CLINIC SHOE (STYLIZED)	346476	20-Jan-82	1231187	15-Mar-83	REGISTERED
LAZY-BONES (STYLIZED)	357189	29-Mar-82	1233698	05-Apr-83	REGISTERED
SANDPIPERS	469381	09-Mar-84	1344642	25-Jun-85	REGISTERED
CANADIAN CRITTERS	017201	08-Jan-90	1705873	04-Aug-92	REGISTERED
CLOUD LITES	231995	20-Dec-91	1715975	15-Sep-92	REGISTERED
FOOT THRILLS	268114	22-Apr-92	1736734	01-Dec-92	REGISTERED
LB	444616	21-Sep-83	1782729	20-Jul-93	REGISTERED
WANDERLUST	802664	27-Jan-94	1961144	05-Mar-96	REGISTERED
LAZY-BONES	080177	28-Mar-96	2035750	04-Feb-97	REGISTERED

# STATE OF MISSOURI



**Rebecca McDowell Cook**  
**Secretary of State**

CORPORATION DIVISION  
CERTIFICATE OF AMENDMENT

WHEREAS,

TT GROUP INC.

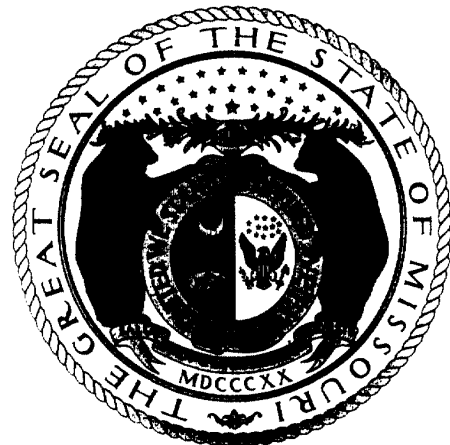
FORMERLY,

THE CLINIC SHOE COMPANY

A CORPORATION ORGANIZED UNDER THE GENERAL AND BUSINESS CORPORATION LAW HAS DELIVERED TO ME A CERTIFICATE OF AMENDMENT OF ITS ARTICLES OF INCORPORATION AND HAS IN ALL RESPECTS COMPLIED WITH THE REQUIREMENTS OF LAW GOVERNING THE AMENDMENT OF ARTICLES OF INCORPORATION UNDER THE GENERAL BUSINESS CORPORATION LAW, AND THAT THE ARTICLES OF INCORPORATION OF SAID CORPORATION ARE AMENDED IN ACCORDANCE THEREWITH.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 13TH DAY OF MAY, 1998.

*Rebecca McDowell Cook*  
Secretary of State



\$25.00

TRADEMARK

REEL: 1743 FRAME: 0033



**State of Missouri**  
**Rebecca McDowell Cook, Secretary of State**  
**P.O. Box 778, Jefferson City, Mo. 65102**  
**Corporation Division**

**Amendment of Articles of Incorporation**  
(To be submitted in duplicate)

Pursuant to the provisions of The General and Business Corporation Law of Missouri, the undersigned Corporation certifies the following:

1. The present name of the Corporation is TT Group Inc.

The name under which it was originally organized was The Clinic Shoe Company

2. An amendment to the Corporation's Articles of Incorporation was adopted by the shareholders on \_\_\_\_\_  
March 20, \_\_\_\_\_, 19 98

3. Article Number one is amended to read as follows:

"The name of the Corporation is TT GROUP INC."

*(If more than one article is to be amended or more space is needed attach fly sheet.)*

4. Of the 1 Common shares outstanding, 1 of such shares were entitled to vote on such amendment.

The number of outstanding shares of any class entitled to vote thereon as a class were as follows:

<i>Class</i>	<i>Number of Outstanding Shares</i>
Common	1

5. The number of shares voted for and against the amendment was as follows:

<i>Class</i>	<i>No. Voted For</i>	<i>No. Voted Against</i>
Common	1	0

6. If the amendment changed the number or par value of authorized shares having a par value, the amount in dollars of authorized shares having a par value as changed is:

If the amendment changed the number of authorized shares without par value, the authorized number of shares without par value as changed and the consideration proposed to be received for such increased authorized shares without par value as are to be presently issued are:

7. If the amendment provides for an exchange, reclassification, or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, the following is a statement of the manner in which such reduction shall be effected:

IN WITNESS WHEREOF, the undersigned, President President or

\_\_\_\_\_ has executed this instrument and its Vice President

Secretary Secretary or Assistant Secretary has affixed its corporate seal hereto and

attested said seal on the 1st day of MAY, 19 98

Place  
CORPORATE SEAL  
Here  
(If no seal, state "None.")

THE CLINIC SHOE COMPANY  
Name of Corporation

ATTEST: [Signature]  
Secretary or Assistant Secretary  
Grant R.C. Barker, Secretary

By [Signature]  
President or Vice President  
James Perivolaris, President

FILED AND CERTIFICATE  
ISSUED  
MAY 13 1998

State of COUNTY OF MIDDLESEX  
Country of PROVINCE OF ONTARIO } ss.

I, GRANT R.C. BARKER  
on this 1st day of MAY, 19 98, personally appeared before me  
James Perivolaris who, being by me first duly sworn,

declared that he is the President  
of The Clinic Shoe Company

that he signed the foregoing documents as President of the corporation, and that the statements therein contained are true.

(Notarial Seal)

[Signature]  
Notary Public

My commission expires does not expire