

06-23-1998

FRONT SHEET ONLY

OMB No. 0651-0011 (exp. 4/94)

Micro 6-22-98
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100745733

To the Honorable Commissioner

See attached original documents or copy thereof.

1. Name of conveying party(ies):

Gateway Technologies, Inc.
6680 Gunpark Drive, Suite 200
Boulder, CO 80301

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

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

2. Name and address of receiving party(ies)

Name: Outlast Technologies, Inc.
 Internal Address: _____
 Street Address: 6235 Lookout Road
 City: Boulder State: CO ZIP: 80301

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

3. Nature of conveyance:

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

Execution Date: 06/20/97

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

A. Trademark Application No.(s)

74/653,854; 74/653,856; 74/653,857;
74/662,469; 74/662,470; 74/662,471

B. Trademark Registration No.(s)

2,065,639; 2,067,619

Additional numbers attached? Yes No

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

Name: Scott S. Havlick, Esq.

Internal Address: _____

Street Address: 1050 Walnut Street
Suite 500

City: Boulder State: CO ZIP: 80302

6. Total number of applications and registrations involved: 8

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

- 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

06/23/1998 DNGUYEN 00000080 74653854

01 FC:481 40.00 DP
02 FC:482 175.00 DP

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.

Scott S. Havlick, Esq.
Name of Person Signing

Signature

6/18/98

Date

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

FILED COPY

CHANGE OF NAME

Articles of Amendment
to the
Articles of Incorporation
of
Gateway Technologies, Inc.

19971100491 M
\$ 25.00
SECRETARY OF STATE
06-24-97 13:32:51

Pursuant to the provisions of the Colorado Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

First: The name of the corporation is Gateway Technologies, Inc.

Second: The following amendment to the Articles of Incorporation were adopted on June 20, 1997, as prescribed by the Colorado Business Corporation Act, by a vote of the shareholders. The number of votes cast for the amendment by the holders of the corporation's common stock, the only voting group entitled to vote separately on the amendment, was sufficient for approval by that voting group.

(1) Delete ARTICLE I in its entirety and substitute therefor the following:

ARTICLE I

The name of the corporation is Outlast Technologies, Inc.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 20th day of June, 1997.

Gateway Technologies, Inc.

By: Ed Payne
Ed Payne
President and Secretary

EM202125511US

TRADEMARK

Express Mail No. EM202155110US

ATTORNEY DOCKET NO. 32819.840000.000

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Change of Corporate Name and Address

Conveying Party: Gateway Technologies, Inc.
a Colorado Corporation

Receiving Party: Outlast Technologies, Inc.
a Colorado Corporation

TO THE COMMISSIONER OF PATENTS AND TRADEMARKS:

Application Numbers: 74/653,854; 74/653,856; 74/653,857; 74/662,469;
74/662,470; 74/662,471
Registration Numbers: 2,065,639; 2,067,619

CERTIFICATE OF MAILING BY EXPRESS MAIL

U.S. Patent and Trademark Office
Office of Public Records
Crystal Gateway 4, Room 335
Washington, D.C. 20231

Sir:

The undersigned hereby certifies that the attached Trademark Recordation Form Cover Sheet, Articles of Amendment to the Articles of Incorporation of Gateway Technologies, Inc., check in the amount of \$215.00, and return card, relating to the above applications/registrations was deposited as "Express Mail", Mailing Label No. EM202125511US with the United States Postal Service, addressed to U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Washington, D.C. 20231, on June 18, 1998.

June 18, 1998
Date

Deborah A. Ricker
Mailer

June 18, 1998
Date

Scott S. Havlick
Scott S. Havlick
HOLLAND & HART
555 Seventeenth Street, Suite 3200
Denver, Colorado 80202
(303) 473-2710