

FORM PTO-1618A
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07-27-1998

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Conveyance Type

- Assignment
- License
- Security Agreement
- Nunc Pro Tunc Assignment
Effective Date
Month Day Year

- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
05-27-98

Name Gaiam, Inc.

Formerly _____

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____

Citizenship/State of Incorporation/Organization Colorado

Receiving Party

Mark if additional names of receiving parties attached

Name Gaiam Catalog, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 360 Interlocken Boulevard, Suite 300

Address (line 2) _____

Address (line 3) Broomfield Colorado 80021
City State/Country Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization Colorado

07/28/1998 JSHABAZZ 00000046 75165277

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Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

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Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

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Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

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Authorization to charge additional fees:

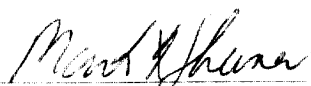
Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Mark K. Shaner



July 2, 1998

Name of Person Signing

Signature

Date Signed

GAIAM, INC.
Articles of Amendment

FILED - CUSTOMER COPY
VICTORIA BUCKLEY
COLORADO SECRETARY OF STATE

Gaiam, Inc., a Colorado corporation, having its principal office at 360 Interlocken Boulevard, Suite 300, Broomfield, Colorado 80021, (hereinafter the "Corporation"), pursuant to the provisions of the Colorado Corporation Code, hereby certifies to the Colorado Secretary of State that:

FIRST: The name of the Corporation is Gaiam, Inc.

SECOND: The name of the Corporation shall be changed to Gaiam Catalog, Inc.

THIRD: The Amendment was advised to the stockholders by written informal action, unanimously taken by the Board of Directors of the Corporation, pursuant to and in accordance with Sections 7-108-202 and 7-110-103 of the Colorado Business Corporation Act on the 27th day of May, 1998.

FOURTH: The Amendment was adopted by the written informal actions, unanimously taken by the sole stockholder of the Corporation in accordance with Section 7-107-104 and 7-110-103 of the Colorado Business Corporation Act on the 27 day of May, 1998.

FIFTH: The Amendment does not provide for any exchange, reclassification or cancellation of issued shares.

SIXTH: The Amendment does not affect any change in the stated capital of the corporation.

IN WITNESS WHEREOF, Gaiam, Inc., has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunder affixed and attested by its Secretary on this 27th day of May, 1998, and its President acknowledges that these Articles of Amendment are the act and deed of Gaiam, Inc., and, under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of the President's knowledge, information and belief.

ATTEST:

Chelli Battershill
Chelli Battershill, Secretary

GAIAM, INC.

By: Lynn Powers
Lynn Powers, President

19981101513
SECRETARY OF STATE
06-02-1998 13:30:08



Attachement A

<u>Serial Number</u>	<u>Trademark</u>
75/165277	GAIAM
75/165279	GAIAM GENERATION
75/165280	EXPLORATIONS
75/179087	HARMONY
75/189352	VISIONS OF THE PAST, MEMORIES OF THE FUTURE
75/307532	PRODUCTS IN HARMONY WITH THE EARTH
75/321732	GAIAM
75/435472	MAKING A DIFFERENCE
75/437268	MAKE A DIFFERENCE