



D

04-28-1998

07-29-1998



100696700

100778752

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

Attorney Docket No.: B7098-0011

MRD 7-23-98

1. Name of Party(ies) conveying an interest:

Lika & Lika, Inc.
65 Greenfield Road
Essex Junction, VT 05452

Entity:
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Vermont
 Other _____

MRD
4-20-98

2. Name and Address of Party(ies) receiving an interest:

Name: Fat Cat, Inc.
Internal Address) _____

Street Address: 73 Troy Avenue
City: Colchester
State: Vermont Zip: 05446

Entity:
 Individual Association
 General Partnership Limited Partnership
 Corporation-State Vermont
 Other _____
Citizenship _____

3. Interest Conveyed:

Assignment Change of Name
 Security Agreement Merger
 Other _____

August 26, 1994

If not domiciled in the United States, a domestic representative designation is attached:

Yes
 No
(The attached document must not be an assignment)

4. Application number(s) or registration number(s). Additional sheet attached? Yes No

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,792,750

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

Name: Lawrence H. Meier
Internal Address: Downs Rachlin & Martin, PLLC
Street Address: 199 Main Street,
P.O. Box 190
City: Burlington
State: Vermont Zip: 05402-0190

6. Number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00
 Enclosed
 Authorized to be charged to deposit account
 Total fee due
 Any deficiencies in the enclosed fees

8. Deposit account number (Attach duplicate copy of this form if paying by deposit account): 04-1588

DO NOT USE THIS SPACE

04/28/1998 DCDATES 00000077 1792750

01 FC:481

40.00 DP

9. Date of execution of attached document March 25, 1998

10. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on:

Lawrence H. Meier
Lawrence H. Meier

4/16/98
Date

BTVA0095455.01

T147-3/98

TRADEMARK
REEL: 1760 FRAME: 0743

STATE OF VERMONT
OFFICE OF SECRETARY OF STATE



I, James F. Milne, Secretary of State of the State of Vermont, do hereby certify that the attached is a true copy of the

Corporate Documents

for

FAT CAT, INC.

which appear of record in this department.

March 25, 1998

*Given under my hand and the seal
of the State of Vermont, at
Montpelier, the State Capital*

A handwritten signature in cursive script that reads "James F. Milne".

*James F. Milne
Secretary of State*



TRADEMARK

REF: 1700 FRAM: 0744

No. V- 53254

ARTICLES OF ASSOCIATION

OF THE

..... LIKA & LIKA, INC.

.....

STATE OF VERMONT

Secretary of State's Office

Filed..... DEC 9 - 199319.....

Donald M Hooper

.....
Secretary of State

RECORDED
'98 DEC 9 PM 1 36

Fee Paid: \$ 35.00

TRADEMARK
REEL: 1760 FRAME: 0745

1/

ARTICLES OF ASSOCIATION

The name of the corporation shall be..... LIKA & LIKA, INC.....

The initial registered agent shall be..... Heilmann, Ekman & Associates, Inc.....

(NOTE: A Corporation CANNOT be its own registered agent)

with registered agent's address at P.O. Box 216 35 King St. Burlington, VT 05402
Box # Street Town State Zip

The corporation shall be located at..... 65 Greenfield Rd. Essex VT 05452
Box # Street Town State Zip

The operating year shall be: Calendar..... December 31..... Fiscal.....
(Dec. 31) (Month-day)

If a fiscal year ending is not specified, the calendar year ending December 31st shall be designated as your fiscal year ending.

The period of duration shall be (if not perpetual, so state)..... December 31.....

Please check appropriate box:

- Vermont General Corporation (T. 11, Ch. 17) Worker Cooperative (T. 11, Ch. 8)
- Vermont Professional Corporation (T. 11, Ch. 3) Cooperative Marketing Act (T. 11, Ch. 7)
- Vermont Non-Profit Corporation (T. 11, Ch. 19) Cooperative Housing Ownership Act (T. 11, Ch. 14)

This corporation is organized for the purpose of:

Here set out purposes clearly and briefly, using separate paragraphs to cover each separate purpose.

1. Designing, creating, conceiving and distributing creative products;
2. Consulting and marketing activities; and
3. All legal powers and purposes and all lawful acts and activities for which corporations may be formed under the Vermont corporate statutes, as now enacted or as hereinafter amended.

EACH VERMONT CORPORATION MUST FILE AN ANNUAL REPORT WITHIN TWO AND ONE HALF (2 1/2) MONTHS AFTER THE EXPIRATION OF ITS FISCAL YEAR ENDING.

TRADEMARK

REEL: 1760 FRAME: 0746

The following information regarding shares must be completed by business corporations.

Non-profit corporations cannot have shares.

The aggregate number of shares the corporation shall have authority to issue is

.....100.....shares, common, with a par value of (if no par value, so state)\$ no par value.....

.....shares, preferred, with a par value of (if no par value, so state)\$.....

If preferred shares are provided for, state here briefly the terms of preference.
If shares are to be divided into classes or series, state here the designations, preferences, limitations, and relative rights of each class or series.

Directors: Business corporations with three or more shareholders must have at least three directors. If there are fewer than three shareholders, the number of directors may be equal to, **but not less than**, the number of shareholders.

Non-profit corporations must have at least three directors.

The initial board of directors shall have.....2.....members with the following serving as directors until their successors are elected and qualify:

If fewer than three directors are named, then the number of shareholders can not exceed the number of directors.

Directors:

Address:

John A. Lika, Jr. 65 Greenfield Rd. Essex Jct. VT 05452

Street Town State Zip

Anne H. Lika Same as above

Dated at....Burlington.....,in the County of.....Chittenden.....

this.....day of.....December.....,19 93.....

Each Incorporator must sign

Residence of each Incorporator

Thomas F. Heilmann

Thomas F. Heilmann

Greenbush Rd. Charlotte VT 05445

Street Town State Zip

(One or more persons may act as incorporators, at least one of whom shall reside in Vermont.)

Names must be Printed or Typed under all signatures.

IN ADDITION TO ALL THE PRECEDING INFORMATION, VERMONT PROFESSIONAL CORPORATIONS MUST COMPLETE THE CERTIFICATE ON THE LAST PAGE OF THIS APPLICATION.

TRADEMARK

REEL: 1760 FRAME: 0747

The following information must be completed by PROFESSIONAL CORPORATIONS.

In compliance with the Professional Corporation Act (11 V.S.A. Chapter 3) the _____
(name of Regulating Board)

_____ hereby certifies that the below listed incorporators, officers, directors and shareholders of the Professional Corporation are duly licensed or admitted to practice the profession for which this corporation is to be organized. NOTE: One individual may incorporate, be officer, director and shareholder in a Professional Corporation.

Incorporators Address License No. Expiration Date

.....
.....
.....

Officers

.....
.....
.....

Directors

.....
.....
.....

Shareholders

.....
.....
.....

Do not write below this line. To be completed by the VERMONT REGULATING BOARD.

Name of Regulating Board

.....

BY:.....

TITLE:.....

VERMONT SECRETARY OF STATE
Location: 81 River Street *Mail:* 109 State Street
Montpelier, VT 05609-1104 (802) 828-2386

828-2386

ARTICLES OF AMENDMENT

Name of corporation: *LIKA & LIKA, INC.*

A corporation may amend its articles of incorporation at anytime to add or change a provision that is required or permitted in the articles of incorporation or to delete a provision not required. If a corporation has not yet issued shares, its incorporators or board of directors may adopt one or more amendments to the corporation's articles of incorporation.

The text and date of each amendment adopted.

The name of the corporation shall be changed from "Lika & Lika, Inc." to "Fat Cat, Inc."

If the amendment provides for an exchange, reclassification, or cancellation of issued shares, state the provisions for implementing the amendment if not contained in the amendment itself.

If the amendment was adopted by the incorporators or board of directors, without shareholder action, make a statement to that effect and that shareholder action was not required.



of the amendment was approved by shareholders.

(A) the designation, number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the amendment, and number of votes of each voting group represented at the meeting.

At the time of this amendment the Corporation is authorized to issue 100 shares of common stock at no par value and there were 10 shares of common stock outstanding and entitled to vote.

(B) either the total number of votes cast for and against the amendment by each voting group entitled to vote separately on the amendment or the total number of undisputed votes cast for the amendment by each voting group and a statement that the number cast for the amendment by each voting group was sufficient for approval by that voting group.

Common Stock: 10 for - 0 against.

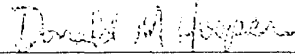
Signature  Title V. President Date 8/26/94
John A. Lika

\$25.00 FEE MUST BE ATTACHED.

THIS APPLICATION MUST BE TYPEWRITTEN OR PRINTED AND MUST BE FILED IN DUPLICATE.

OFFICE OF SECRETARY OF STATE

FILED SEP - 2 1994



fee of \$25.00 has been paid.