

08-27-1998

FORM PTO-1594
1-31-92

AUG 17

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DEPARTMENT OF COMMERCE
Patents and Trademark Office

To the Honorable Commissioner of Patents and Trademark



100803062

Documents or copy thereof.

1. Name of conveying party(ies):

Stone Products Corporation

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

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

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

Name: Cultured Stone Corporation
 Internal Address: Post Office Box 270
 Street Address:
 City: Napa State: California ZIP: 94559

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

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

Execution Date: July 12, 1998

4. Application number(s) or registration number(s).

A. Trademark Application No.(s)
75/274,388

B. Trademark Registration No.(s)
925,359

Additional numbers attached? Yes No

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

Name: Paul W. Vapnek
 TOWNSEND and TOWNSEND and CREW LLP
 Two Embarcadero Center, 8th Floor
 San Francisco, California 94111-3834
 (415) 576-0200

6. Total number of applications and registrations involved: 32

7. Total fee (37 CFR 3.41):..... \$ 815.00

- Enclosed
- Charge Fees to Deposit Account
- Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment, to deposit account

8. Deposit account number: 20-1430

08/24/1998 T10R11 00000153 201430 925359

91 FC:401 40.00 CH
98 FC:402 775.00 CH

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.

Paul W. Vapnek
Name of Person Signing

Signature

Date

Paul W. Vapnek August 17, 1998

Total number of pages including cover sheet, attachments, and document: 4

10. Change Correspondence Address to that of Part 5? Yes No

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

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Do not detach this portion

TRADEMARK

1. Additional name(s) of conveying party(ies):
(Continued from Page 1)

2. Additional name(s) and address(es) of receiving party(ies):
(Continued from Page 1)

4. Additional application number(s) or registration number(s):
(Continued from Page 1)

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,012,518
1,091,448
1,092,818
1,100,198
1,100,203
1,100,766
1,109,395
1,124,055
1,134,138
1,159,979
1,177,250
1,178,163
1,182,964
1,182,965
1,195,203
1,219,142
1,272,722
1,400,338
1,559,028
1,568,396
1,634,091
1,648,167
1,742,297
1,769,309
1,772,989
1,791,158
1,889,078
1,949,798
2,061,396
2,138,831



SECRETARY OF STATE



CM

CORPORATION DIVISION

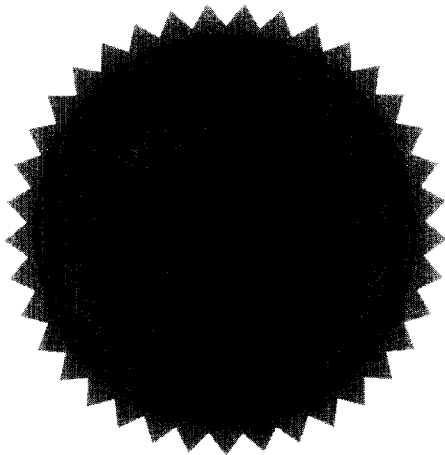
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I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the annexed transcript was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this

JUL 14 1998



Bill Jones

Secretary of State

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CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
STONE PRODUCTS CORPORATION

Stephen Nowak and Dennis Jarvela certify that:

1. They are the president and secretary, respectively, of Stone Products, a California Corporation (the "Corporation").

2. Article One of the Restated Articles of Incorporation of the Corporation is amended to read as follows:

ONE: The name of this corporation is Cultured Stone Corporation.

3. The foregoing amendment of the Restated Articles of Incorporation has been duly approved by the Board of Directors of the Corporation.

4. The foregoing amendment of the Restated Articles of Incorporation of the Corporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The Corporation has three classes of shares outstanding, Common Stock, Series A Convertible Preferred Stock and Series B Convertible Preferred Stock, each of which is entitled to vote with respect to the amendment herein set forth. The number of outstanding shares of Common Stock is 24,000. The number of outstanding shares of Series A Convertible Preferred Stock is 56,000. The number of outstanding shares of Series B Convertible Preferred Stock is 8,888. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required for the approval of the amendment herein set forth was more than fifty percent (50%) for each class of shares of the Corporation.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate of Amendment are true and correct of our own knowledge.

Date: 12 June, 1998

Stephen Nowak
Stephen Nowak, President

Dennis Jarvela
Dennis Jarvela, Secretary

FILED
the office of the Secretary of State
of the State of California

JUN 24 1998

Bill Jones
BILL JONES, Secretary of State



TRADEMARK