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08-27-1998

FORM PTO-1594  
1-31-92



U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

ET

100807116

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

1. Name of conveying party(ies):  
Nautical Industries Inc. of New Jersey  
1999 Elizabeth Street  
North Brunswick, New Jersey 08902

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation - State of New Jersey
- Other

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

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

Name: NPI, Inc.  
Street Address: 1999 Elizabeth Street  
City: North Brunswick State: New Jersey ZIP: 08902

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - State of New Jersey
- Other

3. Nature of conveyance:

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

Execution Date: August 3, 1998

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) and address(es) attached?  Yes  No

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

A. Trademark Application No.(s)	B. Trademark Registration No.(s)		
	1. 2,079,289	5. 786,680	9. 949,676
	2. 2,106,807	6. 1,583,208	10. 1,631,239
	3. 1,170,819	7. 936,456	
	4. 1,182,939	8. 1,510,590	

Additional numbers attached?  Yes  No

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

Name: Robert W. Smith, Esq.  
Internal Address: McCarter & English, LLP  
4 Gateway Center

Street Address: 100 Mulberry Street

City: Newark State: New Jersey ZIP: 07101

6. Total number of applications and registrations involved: 10

7. Total Fee (37 CFR 3.41): \$ 265.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:  
(Attach duplicate copy of this page if paying by deposit account.)

08/26/1998 INBUYEN 00000054 2079289

DO NOT USE THIS SPACE

01 FC:481 40.00 OP  
02 FC:482 225.00 OP

9. Statement and Signature.

To the best of your knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Robert W. Smith  
Name of Person Signing

Signature

August 21, 1998  
Date

Total number of pages comprising cover sheet: 2

TRADEMARK

REEL: 1774 FRAME: 0760

CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
NAUTICAL INDUSTRIES INC. OF NEW JERSEY

**FILED**

AUG 7 1998

Pursuant to Section 14A:9-1(2)(a), Section 14A:9-2 and Section 14A:9-4  
of the New Jersey Business Corporation Act

**James A. DiIorio, Jr.**  
**State Treasurer**

Federal Identification No.: 13-3525196

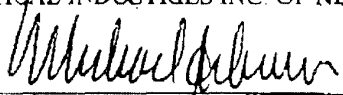
To: The State Treasurer  
State of New Jersey

Pursuant to the provisions of Section 14A:9-2(4) and Section 14A:9-4(3) of the New Jersey Business Corporation Act, Nautical Industries Inc. of New Jersey (the "Corporation") adopts the following Certificate of Amendment which changes its corporate name.

1. The name of the Corporation is Nautical Industries Inc. of New Jersey
2. This amendment to the Corporation's Certificate of Incorporation was adopted on August 3, 1998 by the shareholders of the Corporation.
3. Article 1 of the Certificate of Incorporation of the Corporation is hereby amended to read as follows:  
"1. The name of the Corporation shall be NPI, Inc."
4. The holders of all of the shares entitled to vote on the amendment have signed a consent in writing adopting the amendment.
5. This amendment is to become effective upon its filing with the Department of the Treasury.

Dated: August 3, 1998

NAUTICAL INDUSTRIES INC. OF NEW JERSEY

By:   
Name: Michael Schmitt  
Title: Pres

Attested by:

  
Name: V.P.  
Title: V.P.

RECORDED 08/24/1998  
No. 2296 P 2/2

TRADEMARK  
REF 1774 FRAME 0761  
AUG 7 1998 8:31AM  
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