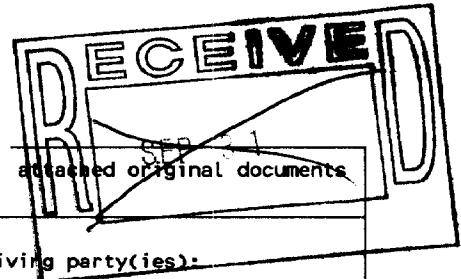


09-14-1998



100827740



MED 8-31-98

To the Honorable Commissioner of P

attached original documents

1. Name of conveying party(ies):

North Pacific Lumber Co.

- Individual(s)
- General Partnership
- Corporation-State OR
- Other

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

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

Name: North Pacific Group, Inc.

Internal Address: _____

Street Address: 815 NE Davis

City Portland State OR ZIP 97232

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Oregon
- 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: August 1, 1997

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

A. Trademark Application No.(s)

B. Trademark registration No.(s) 1,756,860

Additional numbers attached? Yes No

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

Name: Charles D. McClung
Internal Address: Chernoff, Vilhauer
McClung & Stenzel

Street Address: 600 Benj. Frank. Plz
One S.W. Columbia
City Portland State OR Zip 97258

6. Total number of applications and registrations involved: [1]

7. Total fee (37 CFR 3.41 and 2.6(q))--\$40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit Account No. 03-1550

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.

Charles D. McClung

Name of Person Signing

Charles D. McClung

Signature

August 27, 1998

Date

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

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503.

TRADEMARK

REEL: 1786 FRAME: 0162

09/1998 PATENT MARKING 00000159 1756860
01 HC-461

CERTIFICATE

State of Oregon

OFFICE OF THE SECRETARY OF STATE
Corporation Division

I, PHIL KEISLING, Secretary of State of Oregon, and Custodian of the Seal of said State, do hereby certify:

That the attached copy of the
**Articles of
Amendment**
filed on
August 1, 1997
for
NORTH PACIFIC LUMBER CO.

changing the name to
NORTH PACIFIC GROUP, INC.

is a true copy of the original
document
that has been filed with this office.

In Testimony Whereof, I have hereunto set
my hand and affixed hereto the Seal of the
State of Oregon.

PHIL KEISLING, Secretary of State



By

Debra L. Virag

Debra L. Virag
August 21, 1998

Ref 4336



Phone: (503) 986-2200
Fax: (503) 378-4381

Articles of Amendment—Business/Professional/Nonprofit

Secretary of State
Corporation Division
255 Capitol St. NE, Suite 151
Salem, OR 97310-1327

Check the appropriate box below:

For office use only

- BUSINESS/PROFESSIONAL CORPORATION
(Complete only 1, 2, 3, 4, 6, 7)
- NONPROFIT CORPORATION
(Complete only 1, 2, 3, 5, 6, 7)

FILED

AUG - 1 1997

**OREGON
SECRETARY OF STATE**

Registry Number: 055168-85

Attach Additional Sheet if Necessary
Please Type or Print Legibly in Black Ink

1) NAME OF CORPORATION PRIOR TO AMENDMENT North Pacific Lumber Co.

2) STATE THE ARTICLE NUMBER(S) AND SET FORTH THE ARTICLE(S) AS IT IS AMENDED TO READ. (Attach a separate sheet if necessary.)
See attached Exhibit A

3) THE AMENDMENT WAS ADOPTED ON: July 24, 1997
(If more than one amendment was adopted, identify the date of adoption of each amendment.)

BUSINESS/PROFESSIONAL CORPORATION ONLY

NONPROFIT CORPORATION ONLY

4) CHECK THE APPROPRIATE STATEMENT

Shareholder action was required to adopt the amendment(s). The vote was as follows:

Class or series of shares	Number of shares outstanding	Number of votes entitled to be cast	Number of votes cast FOR	Number of votes cast AGAINST
Class B	419,313	419,313	346,613	0

Shareholder action was not required to adopt the amendment(s). The amendment(s) was adopted by the board of directors without shareholder action.

The corporation has not issued any shares of stock. Shareholder action was not to adopt the amendment(s). The amendment(s) was adopted by the incorporators or by the board of directors.

5) CHECK THE APPROPRIATE STATEMENT

Membership approval was not required. The amendment(s) was approved by a sufficient vote of the board of directors or incorporators.

Membership approval was required. The membership vote was as follows:

Class(es) entitled to vote	Number of members entitled to vote	Number of votes entitled to be cast	Number of votes cast FOR	Number of votes cast AGAINST

6) EXECUTION

Printed Name
George R. Thurston

Signature
George R. Thurston

Title
Executive Vice-President

7) CONTACT NAME

Ernest G. Bootsma

DAYTIME PHONE NUMBER
(503) 224-6440

FEES

Make check for \$10 payable to "Corporation Division."

NOTE: Filing fees may be paid with VISA or MasterCard. The card number and expiration date should be submitted on a separate sheet for your protection.

EXHIBIT A
ARTICLES OF AMENDMENT
OF
NORTH PACIFIC LUMBER CO.

Article I of the Corporation's Articles of Incorporation shall be amended to read as follows:

"ARTICLE I

The name of this Corporation is NORTH PACIFIC GROUP, INC. and its duration shall be perpetual."

EGB\1997\NOR1-1.EXA