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To the Honorable Commissioner of P.

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MRD 12/1/98

1. Name of conveying party(ies):
The PetPeople - Pet Foods and Supplies

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

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

3. Nature of conveyance:

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

Execution Date: August 12, 1994

2. Name and address of receiving party(ies)

Name: PetPeople, Inc.

Internal Address: _____

Street Address: 722 Genevieve St. Suite E

City: Solana Beach State: CA ZIP: 92078

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State California
- Other _____

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) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,733,865

Additional numbers attached? Yes No

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

Name: James S. Farley, Esq.

Internal Address: _____

Street Address: 5963 La Place Court
Suite 209

City: Carlsbad State: CA ZIP: 92008-8823

6. Total number of applications and registrations involved: _____

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

10/07/1998 TTB11 0000125 173265

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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.

James S. Farley
Name of Person Signing

Signature

September 28, 1998
Date

Total number of pages including cover sheet, attachments, and document: 2

State of California



SECRETARY OF STATE

CERTIFICATE OF FILING

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

That on the **12th day of August, 1994**, there was filed in this office an amendment changing the corporation name from **THE PETPEOPLE-PET FOODS AND SUPPLIES**, a California corporation, to **PETPEOPLE, INC.**.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of September 15, 1998.



Bill Jones

BILL JONES
Secretary of State

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