

09-14-1998



To the Honorable Commissioner of :

ached original documents or copy thereof.

100826979

1. Name of conveying party(ies):
Bestform Foundations, Inc. 9-3-98

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

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

2. Name and address of receiving party(ies):
Name: Bestform Inc.
Internal Address: _____
Street Address: 38-01 47th Avenue
City Long Island City State NY ZIP 11101

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State of 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 Merger
 Security Agreement Change of Name
 Other _____

Execution Date: December 30, 1996

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

A. Trademark Application No.(s): REVERSABRA, Ser. No. 75/200,801.

B. Trademark registration No.(s): None.

Additional numbers attached? Yes No

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

PENNIE & EDMONDS LLP
1667 K Street, N.W.
Washington, D.C. 20006

Attn.: Nancy H. Lutz

File No.: 9492-062-999

6. Total number of applications and registrations involved: One

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

Please charge to the deposit account listed in Section 8, as well as any other fees which may be due.

8. Deposit account number:
16-1150

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.

Nancy H. Lutz Nancy H Lutz 9/3/98
 Name of Person Signing Reg. No. Signature Date

Total number of pages comprising cover sheet: 5

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06-10-1998



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ached original documents or copy thereof.
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To the Honorable Commissioner of

MRD 5-19-98

1. Name of conveying party(ies):

Bestform Foundations, Inc.

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

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

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

Name: Bestform Inc.

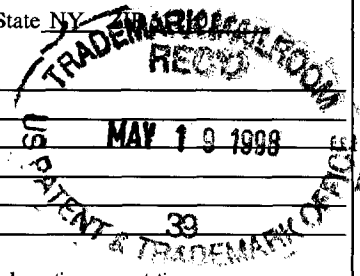
Internal Address: US PATENT & TRADEMARK OFFICE

Street Address: 38-01 47th Avenue

City Long Island City State NY

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State of 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 $\phi\phi$
- Merger
- Change of Name

Execution Date: $\phi\phi$

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

A. Trademark Application No.(s): REVERSABRA, Ser. No. 75/200,801.

B. Trademark registration No.(s): None.

Additional numbers attached? Yes No

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

PENNIE & EDMONDS LLP
1667 K Street, N.W.
Washington, D.C. 20006

Attn.: Nancy H. Lutz

File No.: 9492-062-999

6. Total number of applications and registrations involved: One

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

Please charge to the deposit account listed in Section 8, as well as any other fees which may be due.

8. Deposit account number: 16-1150

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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.

Nancy H. Lutz

Name of Person Signing

Reg. No.

Nancy H Lutz
Signature

5/19/98

Date

Total number of pages comprising cover sheet: 3

CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION
OF
BESTFORM FOUNDATIONS, INC.

Bestform Foundations, Inc., a Delaware corporation,
hereby certifies as follows:

1. The name of the Corporation is Bestform Foundations, Inc. The date of filing of its original Certificate of Incorporation with the Secretary of State of the State of Delaware was August 13, 1992 and an Amendment to the Certificate of Incorporation was filed on November 17, 1992.

2. This Certificate of Amendment sets forth an amendment to the Certificate of Incorporation of the Corporation which was duly adopted by the written consent of the sole stockholder of the Corporation entitled to vote thereon in accordance with the provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

3. Article I of the Certificate of Incorporation is hereby amended in full to be read as follows:

ARTICLE I

The name of the corporation is Bestform Inc. (the "Corporation").

IN WITNESS WHEREOF, Bestform Foundations, Inc. has caused this Certificate to be signed by Marvin Bienenfeld, its President, and attested by Richard S. Mezan, its Secretary, this 30th day of December, 1996

BESTFORM FOUNDATIONS, INC.

By 
Marvin Bienenfeld
President

ATTEST:


Richard S. Mezan, Secretary

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "BESTFORM FOUNDATIONS, INC.", CHANGING ITS NAME FROM "BESTFORM FOUNDATIONS, INC." TO "BESTFORM INC.", FILED IN THIS OFFICE ON THE SECOND DAY OF JANUARY, A.D. 1997, AT 10 O'CLOCK A.M.



Edward J. Freel
Secretary of State

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