

10-26-1998

FORM PTO-1594 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94)



100859046

COVER SHEET ONLY

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

Tab settings

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

REC-10-16-98

1. Name of conveying party(ies): Sir Speedy, Inc.

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

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 8, 1996

2. Name and address of receiving party(ies)

Name: Franchise Services, Inc.

Internal Address:

Street Address: 26722 Plaza Drive

City: Mission Viejo State: CA ZIP: 92691

- 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)

1,360,494

Additional numbers attached? Yes No

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

Name: George R. McGuire

Internal Address: Hancock & Estabrook, LLP

Street Address: 1500 Mony Tower 1

PO Box 4976

City: Syracuse State: NY ZIP: 13221

6. Total number of applications and registrations involved: 1

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)

10/22/1998 INQUIRY 00000122 1360494

FC:481

40.00 OP

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.

George R. McGuire

Name of Person Signing

Signature

10/13/98 Date

Total number of pages including cover sheet, attachments, and document: 3

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ENDORSED
FILED

In the office of the Secretary of State
of the State of California

CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION
OF
SIR SPEEDY, INC.

AUG - 9 1996

Bill Jones
BILL JONES, Secretary of State

Don F. Lowe and Daniel J. Conger hereby certify that:

1. They are the President and Secretary, respectively, of Sir Speedy, Inc., a California corporation.
2. Article I of the Articles of Incorporation of this corporation is amended to read as follows:

"The name of this corporation is Franchise Services, Inc."
3. The foregoing Amendment of Articles of Incorporation has been duly approved by the Board of Directors.
4. The foregoing Amendment of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The total number of outstanding shares of the corporation is 1,000. The number of shares voting in favor of the amendment equalled or exceeded the vote required; the percentage vote required was more than 50%.

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

Dated: August 8, 1996

Don F. Lowe

Don F. Lowe, President

Daniel J. Conger

Daniel J. Conger, Secretary

State of California



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SECRETARY OF STATE

CORPORATION DIVISION

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

That the annexed transcript has been compared with the corporate record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

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

AUG 14 1996



Bill Jones

Secretary of State