

10-26-1998

FORM PTO-1594 (Modified)  
(Rev. 6-93)  
OMB No. 0651-0011 (exp. 4/94)  
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SM05/REV03



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Docket No.:  
302-413-1

100859026

Tab settings

MPLD 10-18-98

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

1. Name of conveying party(ies):

D.B. Opton Associates, Inc.

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

Additional names(s) of conveying party(ies)  Yes  No

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

Name: Execunet, Inc.

Internal Address:

Street Address: 25 Van Zant Street

City: Norwalk State: CT ZIP: 06855

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

If assignee is not domiciled in the United States, a domestic designation is  Yes  N  
(Designations must be a separate document from Additional name(s) & address(es)  Yes  N

3. Nature of conveyance:

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

Execution Date:

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,738,272

Additional numbers  Yes  No

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

Name: Melvin I. Stoltz, Esq.

Internal Address:

Street Address: 51 Cherry Street

City: Milford State: CT ZIP: 06460

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:

19-4512

DO NOT USE THIS SPACE

10/22/1998 DNGUYEN 00000117 1738272

01 FC:481 40.00 DP

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.

Melvin I. Stoltz

Name of Person Signing

Signature

October 13, 1998

Date

Total number of pages including cover sheet, attachments, and

5

TRADEMARK

REEL: 1803 FRAME: 0417

CERTIFICATE

003651

AMENDING OR RESTATING CERTIFICATE OF INCORPORATION BY ACTION OF 61-38

INCORPORATORS

BOARD OF DIRECTORS

BOARD OF DIRECTORS AND SHAREHOLDERS (Stock Corporation)

BOARD OF DIRECTORS AND MEMBERS (Nonstock Corporation)

STATE OF CONNECTICUT SECRETARY OF THE STATE

For office use only
ACCOUNT NO.
INITIALS <i>M</i>

1. NAME OF CORPORATION D.B. OPTON ASSOCIATES, INC.	DATE AUGUST 1, 1993
-------------------------------------------------------	------------------------

2. The Certificate of incorporation is  A. AMENDED ONLY  B. AMENDED AND RESTATED  C. RESTATED ONLY by the following resolution

"RESOLVED that the name of the Corporation be changed to EXECUNET, INC."

3. (Omit if 2.A is checked.)

(a) The above resolution merely restates and does not change the provisions of the original Certificate of Incorporation as supplemented and amended to date, except as follows: (Indicate amendments made, if any; if none, so indicate)

(b) Other than as indicated in Par. 3(a), there is no discrepancy between the provisions of the original Certificate of Incorporation as supplemented to date, and the provisions of this Certificate Restating the Certificate of Incorporation.

BY ACTION OF INCORPORATORS	<input type="checkbox"/> 4. The above resolution was adopted by vote of at least two-thirds of the incorporators before the organization meeting of the corporation, and approved in writing by all subscribers (if any) for shares of the corporation, (or if nonstock corporation, by all applicants for membership entitled to vote, if any.)
	We (at least two-thirds of the incorporators) hereby declare, under the penalties of false statement that the statements made in the foregoing certificate are true.
	SIGNED _____ SIGNED _____ SIGNED _____
	APPROVED (All subscribers, or, if nonstock corporation, all applicants for membership entitled to vote, if none, so indicate)
SIGNED _____ SIGNED _____ SIGNED _____	

(Over)

003652

(Continued)

BY ACTION OF BOARD OF DIRECTORS

- 4. (Omit if 2C is checked.) The above resolution was adopted by the board of directors acting alone,
- there being no shareholders or subscribers.  the board of directors being so authorized pursuant to Section 33-341, Conn. G.S. as amended
- the corporation being a nonstock corporation and having no members and no applicants for membership entitled to vote on such resolution.

5. The number of affirmative votes required to adopt such resolution is:

6. The number of directors' votes in favor of the resolution was:

We hereby declare, under the penalties of false statement that the statements made in the foregoing certificate are true.

NAME OF PRESIDENT OR VICE PRESIDENT (Print or Type)

NAME OF SECRETARY OR ASSISTANT SECRETARY (Print or Type)

SIGNED (President or Vice President)

SIGNED (Secretary or Assistant Secretary)

BY ACTION OF BOARD OF DIRECTORS AND SHAREHOLDERS

- 4. The above resolution was adopted by the board of directors and by shareholders.

5. Vote of shareholders:

(a) (Use if no shares are required to be voted as a class.)

NUMBER OF SHARES ENTITLED TO VOTE	TOTAL VOTING POWER	VOYE REQUIRED FOR ADOPTION	VOYE FAVORING ADOPTION
100	100%	67 (66 2/3%)	100

(b) (If the shares of any class are entitled to vote as a class, indicate the designation and number of outstanding shares of each such class, the voting power thereof, and the vote of each such class for the amendment resolution.)

We hereby declare, under the penalties of false statement that the statements made in the foregoing certificate are true.

NAME OF PRESIDENT OR VICE PRESIDENT (Print or Type)

NAME OF SECRETARY OR ASSISTANT SECRETARY (Print or Type)

David B. Opton

Mary Ann Opton

SIGNED (President or Vice President)

SIGNED (Secretary or Assistant Secretary)

BY ACTION OF BOARD OF DIRECTORS AND MEMBERS

- 4 The above resolution was adopted by the board of directors and by members.

5. Vote of members:

(a) (Use if no members are required to vote as a class.)

NUMBER OF MEMBERS VOTING	TOTAL VOTING POWER	VOYE REQUIRED FOR ADOPTION	VOYE FAVORING ADOPTION

(b) (If the members of any class are entitled to vote as a class, indicate the designation and number of members of each such class, the voting power thereof, and the vote of each such class for the amendment resolution.)

We hereby declare, under the penalties of false statement that the statements made in the foregoing certificate are true.

NAME OF PRESIDENT OR VICE PRESIDENT (Print or Type)

NAME OF SECRETARY OR ASSISTANT SECRETARY (Print or Type)

SIGNED (President or Vice President)

SIGNED (Secretary or Assistant Secretary)

FILED  
STATE OF CONNECTICUT

SEP 8 1993

*Richard R. Hines*

SECRETARY OF THE STATE

BY *CRB* TIME *4* P.M.

FILING FEE \$	CERTIFICATION FEE \$	TOTAL FEES \$ 50.00
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SIGNED (For Secretary of the State)

Rec: Edward H. Cantor, Esq.

CERTIFIED COPY SENT ON (Date)

INITIALS

Cantor, Floman, Russell and Gross, P.C.

TO P.O. Drawer 916

CARD

LIST

PROOF

Orange

CT 06477

(BACK)

SECRETARY OF THE STATE  
30 TRINITY STREET  
P.O. BOX 150470  
HARTFORD, CT 06115-0470

JUNE 29,1998

DAVID B. OPTON  
EXEC-U-NET, INC.  
25 VAN ZANT STREET  
NORWALK, CT 06855

RE: Request for Certificate or Copies

Business Name:  
EXECUNET, INC.

Work Order Number: 1998075990-001  
Type of Request: CERTIFIED COPY  
Work Order Payment Received: 25.00  
Payment Received: 25.00  
Account Balance: .00  
Customer Id: 383921

Attached is the information you requested.

LILLIAN FLETCHER  
Commercial Recording Division  
860-509-6004

TRADEMARK  
REEL: 1803 FRAME: 0420

REQUEST FOR COPIES LIST

TRANSACTION ID

1998075990-001

FILING NUMBER	NUMBER OF PAGES	VOLUME	START PAGE
0000974480	0000	12340	3651

\*\* END OF REPORT \*\*