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10-28-1998

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U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

OMB No. 0851-0011 (exp. 4/94) / 0-2-98



Hydrotech/Misc.

Tab settings

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To the Honorable Commissioner of Patents, please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Hydrotechnology, Inc.

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

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

2. Name and address of receiving party(ies)

Name: Hydrotech, Inc.

Internal Address:

Street Address: 25555 West Avenue Stanford

91355-

City: Valencia State: CA ZIP: 1101

- 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 N/A

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No N/A

3. Nature of conveyance:

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

Execution Date: September 28, 1998

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

A. Trademark Application No.(s)



10-02-1998

U.S. Patent & TMO/CTM Mail Recd Dt: 10/28/98

B. Trademark Registration No.(s)

See Exhibit A attached

Additional numbers attached? Yes No

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

Name: Kamran Fattahi, Esq.

Internal Address: KELLY BAUERSFELD LOWRY & KELLEY, LLP.

6320 Canoga Ave., #1650

Woodland Hills, CA 91367

Street Address: Same

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41).....\$ 280.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

N/A

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

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.

Kamran Fattahi, Esq.
Reg. No. 35,758

Kamran Fattahi

September 29, 1998

Name of Person Signing

Signature

Total number of pages including cover sheet, attachments, and document: 7

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK

REEL: 1804 FRAME: 0575

Refund 10/26/98 TTM11 00000179 1521679 \$9.00

From: HYDROTECHNOLOGY, INC. (a California corporation)
To: HYDROTECH, INC. (a California corporation)

U.S FEDERAL TRADEMARK REGISTRATIONS

| DOCKET | REG. NO. | REG. DATE | MARK | OWNER/STATUS |
|---------------|-----------------|------------------|--------------|-----------------------|
| 30883 | 1,521,679 | 01/24/89 | HYDROPURE | HYDROTECHNOLOGY, INC. |
| 31126 | 1,593,908 | 05/01/90 | SMARTAP | HYDROTECHNOLOGY, INC. |
| 31127 | 1,563,240 | 10/31/89 | CRYSTAL COOL | HYDROTECHNOLOGY, INC. |
| 31622 | 1,583,550 | 02/20/90 | HYDROTECH | HYDROTECHNOLOGY, INC. |
| 31634 | 1,586,639 | 03/13/90 | AQUASAFE | HYDROTECHNOLOGY, INC. |
| 33366 | 1,764,365 | 04/13/93 | AQUASAFE | HYDROTECHNOLOGY, INC. |
| 34159 | 1,908,317 | 08/01/95 | WATERFORD | HYDROTECHNOLOGY, INC. |

NOTICE OF CORPORATE NAME CHANGE

I hereby declare that: HYDROTECHNOLOGY, INC., a California corporation, owns the entire right, title, interest and all good will in and associated with each of the trademarks shown in the Registrations and Applications identified below:

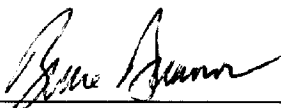
See **Exhibit A**, attached hereto.

I hereby further declare and give notice that: as of April 23, 1997, HYDROTECHNOLOGY, INC., a corporation of the State of California, has become and is now by official change of its corporate name designated and entitled HYDROTECH, INC., a corporation of the State of California, having its principle place of business at 25555 West Avenue Stanford, Valencia, California 91355-1101. A certified copy of the Articles of Incorporation and of the Certificate of Amendment of Articles of Incorporation of HYDROTECHNOLOGY, INC. from the Secretary of State, State of California, reflecting this change of corporate name to HYDROTECH, INC. is attached hereto

The Commissioner of Patents and Trademarks is requested to record this "Notice of Corporate Name Change" in the files of the U.S. Patent and Trademark Office relating to each of the trademarks identified above, and return confirmation of the same to:

Kamran Fattahi, Esq.
KELLY BAUERSFELD LOWRY & KELLEY, LLP
6320 Canoga Avenue, Suite 1650
Woodland Hills, California 91367
Tel. (818) 347-7900

Date: September 28, 1998



Bruce Burrows
President
Hydrotechnology, Inc. (former name) and
Hydrotech, Inc. (new name)

State of California

SECRETARY OF STATE



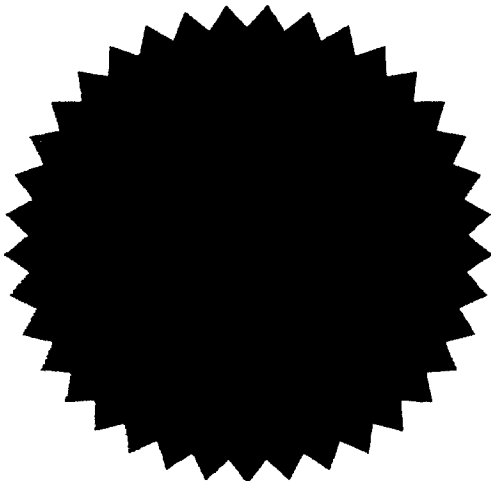
07

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

That the attached transcript of 3 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

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

AUG 26 1998



Bill Jones

Secretary of State

ARTICLES OF INCORPORATION
OF
HYDROTECHNOLOGY, INC.

041981
FILED
In the office of the Secretary of State
of the State of California
NOV 21 1979
Bill Hilde

I

The name of the corporation is: HYDROTECHNOLOGY, INC.

II

2
The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

III

The name and address in the State of California of this corporation's initial agent for service of process is:
Bruce Burrows, 2870 California Avenue, Long Beach, California, 90806.

IV

This corporation is authorized to issue only one class of shares of stock and the total number of shares which this corporation is authorized to issue is 75,000.

DATED: November 14, 1979.


ROBERT S. BRAZELTON

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.


ROBERT S. BRAZELTON

A492643

FILED 8
in the office of the Secretary of State
of the State of California

945981

MAY 28 1997

Bill James
THE CLERK

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

BRUCE BURROWS hereby certifies that:

1. He is the President and Secretary of Hydrotechnology, Inc., a California corporation.

2. Article I of the Articles of Incorporation of this corporation is hereby amended to read in full as follows:

"The name of this corporation is Hydrotech, Inc."

3. The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Directors of this corporation.

4. The foregoing amendment of the Articles of Incorporation has been duly approved by the written consent of the sole shareholder of this corporation in accordance with Section 902 of the Corporations Code. The total number of outstanding shares of the corporation is one hundred (100). The number of shares voting in favor of the amendment was one hundred (100). The percentage vote required was more than 50%. The number of shares voting in favor of the amendment equaled or exceeded the vote required.

The undersigned further declares 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 his own knowledge.

DATED: April 23, 1997

Bruce Burrows

BRUCE BURROWS

