

RECC

11-10-1998

EET

11/2/98



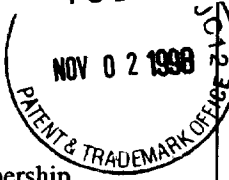
100874492

Attached original documents or copy thereof.

1. Name of conveying party(ies):  
 M.P.E., INC.  
 One Bridge Plaza North, Suite 270  
 Fort Lee, NJ 07024

Individual(s)                       Association  
 General Partnership             Limited Partnership  
 Corporation-State New Jersey  
 Other \_\_\_\_\_

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



2. Name and address of receiving party(ies)  
 Name: MPE COMMUNICATIONS, INC.  
 Internal Address: \_\_\_\_\_  
 Street Address: One Bridge Plaza North, Suite 270  
 City: Fort Lee State: NJ Zip: 07024  
 Country: USA

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State New Jersey  
 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

3. Nature of conveyance:

Assignment                                       Merger  
 Security Agreement                             Change of Name  
 Other \_\_\_\_\_

Execution Date: December 8, 1993

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

A. Trademark Application No.(s)	B. Trademark Registration No.(s)
	1,307,028
	1,241,147

Additional numbers attached?  Yes  No

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

Name: ROBERT B. COHEN, ESQ.  
 Internal Address: LERNER, DAVID, LITTENBERG,  
KRUMHOLZ & MENTLIK, LLP  
 Street Address: 600 South Avenue West  
 City: Westfield State: NJ ZIP: 07090

6. Total Number of applications and registrations involved: 2

7. Total Fee (37 CFR 3.41).....\$ 65.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
12-1095  
 (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.*

ROBERT B. COHEN  
 Name of Person Signing

[Signature]  
 Signature

10/29/98  
 Date

11/09/1998 DNGUYEN 00000290 121095 1307020

01 FC:481 40.00 CH  
 02 FC:482 25.00 CH

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

Mail documents to be recorded with required cover sheet information to:  
 U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Washington, DC 20231 Attention: Assignments

S311672

**F I L E D**

JAN 9 1994

DANIEL J. DALTON  
Secretary of State

CERTIFICATE OF AMENDMENT TO THE  
CERTIFICATE OF INCORPORATION OF  
M.P.E., INC.

To: The Secretary of State  
State of New Jersey

Pursuant to the provisions of Section 14A:9-2(4) and Section 14:A9-4(3), Corporations, General, of the New Jersey Statutes, the undersigned corporation executes the following Certificate of Amendment to its Certificate of Incorporation:

- (1) The name of the corporation is

M.P.E., INC.

(2) The following amendment to the Certificate of Incorporation was approved by the directors and thereafter duly adopted by the shareholders of the corporation on the first day of December, 1993.

RESOLVED, that Article (1) of the Certificate of Incorporation be amended to read as follows:

- (1) The name of the corporation is

MPE COMMUNICATIONS, INC.

(3) The number of shares outstanding at the time of the adoption of the amendment is 100.

The total number of shares entitled to vote thereon is 100.

(4) The number of shares voting for and against such amendment is as follows:

SHARES VOTING FOR

SHARES VOTING AGAINST

100

0

Dated: *December 8, 1993*

M.P.E., INC.

---

BY

*William F. Martin*

William F. Martin, President