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12-29-1998

R SHEET

12/21/98

To the Honorable
Please receive



100930254

and Trademarks:
prints or copy thereof.

1. Name of conveying party(ies):
Krause's Sofa Factory

Individual(s) Merger
 General Partnership Limited Partnership
 Corporation - California
 Other _____

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: September 23, 1997

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

Name: Krause's Custom Crafted Furniture Corp.

Internal Address: _____

Street Address: 200 North Berry Street

City: Brea

State: CA Zip: 92821-3903

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 registration number(s):

If this document is being filed together with a new application, the execution date of the application is: _____

A. Trademark Application No.(s): 75,344,819

B. Trademark Registration No.(s) 1,761,400; 1,915,712; and 2,032,627

Additional numbers attached? Yes No

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

Name: Robert J. Koch

Internal Address: Fulbright & Jaworski L.L.P.

Street Address: 801 Pennsylvania Avenue, N.W.

City: Washington, D.C.

State: DC Zip: 20004-2615

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41): \$115.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

06-2375 (under order no. 367 013/944383)

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 J. Koch
Name of Person Signing

[Signature]
Signature

12/15/98
Date

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

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

12/23/1998 JWR/TKINS 00000048 75344819
\$115.00
\$115.00
\$115.00

State of California



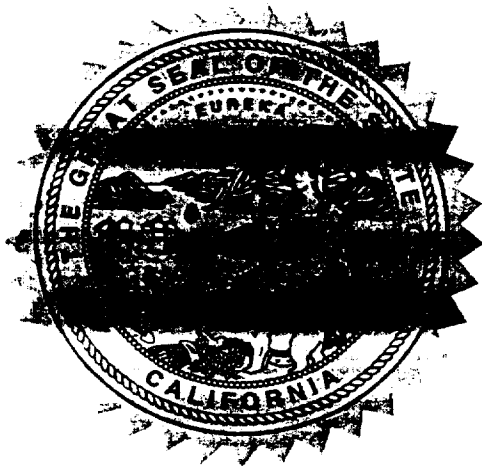
SECRETARY OF STATE

Handwritten notes:
Hase
11/15/97

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

That the attached transcript has been compared with the record on file in this office, 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



Bill Jones

Secretary of State

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
KRAUSE'S SOFA FACTORY

ENDORSED-FILED
In the office of the Secretary of State
of the State of California

SEP 26 1997

BILL JONES, Secretary of State

We, Philip M. Hawley, Chairman of the Board and Chief Executive Officer, and Judith Olson Lasker, the Secretary of Krause's Sofa Factory, a corporation duly organized and existing under the laws of the State of California, do hereby certify:

1. That they are the Chairman of the Board and Chief Executive Officer, and the Secretary, respectively of Krause's Sofa Factory, a California corporation.

2. That an amendment to the articles of incorporation of this corporation has been approved by the board of directors.

3. That the sole shareholder has adopted said amendment by written consent.


4. That the amendment approved by both the board of directors and the sole shareholder reads as follows:

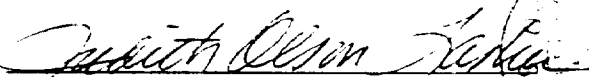
follows:

"FIRST: That the name of said corporation shall be Krause's Custom Crafted Furniture Corp."

Each of the undersigned declares under penalty of perjury that the statements contained in the foregoing certificates are true of their own knowledge.

Executed at Brea, California on September 23, 1997.


Philip M. Hawley
Chairman of the Board, Chief
Executive Officer


Judith Olson Lasker
Secretary

