

01-13-1999

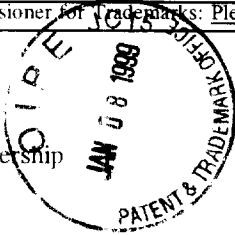


Form PTO-1595
-31-92

100944018

U.S. Department of Commerce
Patent and Trademark Office

To the Assistant Commissioner for Trademarks: Please record the attached original documents or copy thereof.



1. Name of conveying party(ies)
New Warrior Network, Inc.
 Individual(s) Association
 Gen'l Partnership Ltd. Partnership
 Corporation-State Illinois
 Other
Add'l name(s) of conveying party(ies) attached? Yes No

MRD
1/8/99

2. Name and address of receiving party(ies):
Name: The ManKind Project
Internal Address:
Street Address: P.O. Box 87174
City: Chicago State: Illinois Zip: 60680
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State Illinois
 Other

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of name
 Other
Execution Date: March 28, 1998

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 no(s):

A. TM Appln No.(s)

B. TM Reg. No.(s) 1,771,926 and 1,758,531

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed
Name: Pollock, Vande Sande & Amernick, R.L.L.P.
Internal Address: P.O. Box 19088
Street Address: 1990 M Street, N.W.
City: Washington State: D.C. Zip: 20036

6. Total no. of applns and regs. involved 2

7. Total fee (37 CFR 3.41) \$80.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit Account No: 22-0185
(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.

Richard Wiener

January 7, 1999

Name of Person Signing

Signature

Date

Registration No. 18,741

Total number of pages including cover sheet: 4

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion
Mail documents to be recorded with required cover sheet information to:

01/13/1999 DMGUYEN 00000102 1771926

Commissioner of Patents and Trademarks

Box Assignments

Washington, D.C. 20231

01 FO 461 40.00 OP
02 FO 482 25.00 OP
03 FO 948 15.00 OP

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

TRADEMARK
REEL: 1838 FRAME: 0751

State of Illinois Office of The Secretary of State

Whereas,

ARTICLES OF AMENDMENT TO THE ARTICLES OF
INCORPORATION OF

NEW WARRIOR NETWORK, INC.

INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE
GENERAL NOT FOR PROFIT CORPORATION ACT OF ILLINOIS, IN FORCE
JANUARY 1, A.D. 1987.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 13TH day of MAY A.D. 19 98 and of the Independence of the United States the two hundred and 22ND



George H. Ryan

Secretary of State

GEORGE H. RYAN
Secretary of State
State of Illinois

This Space For Use By Secretary of State	
Date	5-12-98
Filing Fee	25
Approved	[Signature]

Submit in Duplicate
Remit payment in Check or Money
Order, payable to "Secretary of
State."

ARTICLES OF AMENDMENT
under the
GENERAL NOT FOR PROFIT
CORPORATION ACT

DO NOT SEND CASH!

Pursuant to the provisions of "The General Not For Profit Corporation Act of 1986," the undersigned corporation hereby adopts these Articles of Amendment to its Articles of Incorporation.

ARTICLE ONE The name of the corporation is New Warrior Network, Inc.

_____ (Note 1)

ARTICLE TWO The following amendment to the Articles of Incorporation was adopted on ~~March~~, 28
19⁹⁸ in the manner indicated below ("X" one box only.)

By the affirmative vote of a majority of the directors in office, at a meeting of the board of directors, in accordance with Section 110.15. (Note 2)

By written consent, signed by all the directors in office, in compliance with Sections 110.15 and 108.45 of this Act. (Note 3)

By the members at a meeting of members entitled to vote by the affirmative vote of the members having not less than the minimum number of votes necessary to adopt such amendment, as provided by this Act, the articles of incorporation or the bylaws, in accordance with Section 110.20. (Note 4)

By written consent signed by members entitled to vote having not less than the minimum number of votes necessary to adopt such amendment, as provided by this Act, the articles of incorporation, or the bylaws, in compliance with Sections 107.10 and 110.20 of this Act. (Note 5)

(INSERT RESOLUTION)

ARTICLE 1 is amended to read as follows:

"Article 1: The name of the corporation is The ManKind Project."

(If space is insufficient, attach additional pages size 8 1/2 x 11)

The undersigned corporation has caused these articles to be signed by its duly authorized officers, each of whom affirm, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated March 28, 19 98

NEW WARRIOR NETWORK, INC.

(Exact Name of Corporation)

attested by [Signature]
(Signature of Secretary or Assistant Secretary)
Durward J. Gehring, Secretary
(Type or Print Name and Title)

by [Signature]
(Signature of President or Vice President)
Chairman Richard A. Mirkin
(Type or Print Name and Title)

NOTES AND INSTRUCTIONS

NOTE 1: State the true exact corporate name as it appears on the records of the Office of the Secretary of State, **BEFORE** any amendments herein reported.

NOTE 2: Directors may adopt amendments without member approval only when the corporation has no members, or no members entitled to vote.

NOTE 3: Director approval may be (1) by vote at a director's meeting (*either annual or special*) or (2) consent, in writing, without a meeting.

NOTE 4: All amendments not adopted under Sec. 110.15 require (1) that the board of directors adopt a resolution setting forth the proposed amendment and (2) that the members approve the amendment.

Member approval may be (1) by vote at a members meeting (*either annual or special*) or (2) by consent, in writing, without a meeting.

To be adopted, the amendment must receive the affirmative vote or consent of the holders of at least 2/3 of the outstanding members entitled to vote on the amendment, (*but if class voting applies, then also at least a 2/3 vote within each class is required*).

The articles of incorporation may supersede the 2/3 vote requirement by specifying any smaller or larger vote requirement not less than a majority of the outstanding votes of such members entitled to vote and not less than a majority within each when class voting applies. (*Sec. 110.20*)

NOTE 5: When a member approval is by written consent, all members must be given notice of the proposed amendment at least 5 days before the consent is signed. If the amendment is adopted, members who have not signed the consent must be promptly notified of the passage of the amendment. (*Sec. 107.10 & 110.20*)

FORM NFP-110.30

File No.

ARTICLES OF AMENDMENT
under the
GENERAL NOT FOR PROFIT
CORPORATION ACT

Filing Fee \$25

Filing Fee for Re-Styled Articles \$100

FILED
MAY 13 1998
GEORGE H. RYAN
SECRETARY OF STATE

Department of Business Services
Secretary of State
Springfield, Illinois 62756
Telephone (217) 782-1832

C-130.7