

01-20-1999

FORM PTO-1594

1-31-92



U. S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

100944854

Attached original documents or copy thereof.

To the Honorable Commissioner of Patent

1. Name of conveying party(ies):
INTELPRO CORPORATION

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

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

2. Name and address of receiving party(ies):
Name: **FACTOR, INC**
Street Address: **228 HUNTINGTON STREET**
NEW HAVEN State: **CT** Zip Code **06511**

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other: _____

Execution Date: January 6, 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 number(s):
A. Trademark Application No.(s)
75/182508

MAD 1.14.99

Additional numbers attached? Yes No

B. Trademark Registration No.(s)

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$40.00 E
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
 (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.

Lisa Valentovich, Factor, Inc., V.P. *Lisa Valentovich* January 14, 1999
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: [1]

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
 Box Assignments
 Washington, D.C. 20231

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.

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CTD/CSE/11647-1

TRADEMARK
REEL: 1841 FRAME: 0085

CERTIFICATE OF AMENDMENT

STOCK CORPORATION

Office of the Secretary of the State

30 Trinity Street/P. O. Box 150470/Hartford, CT 06115-0470 rev/new/1-97

Space For Office Use Only

FILING #0001789628 PG 01 OF 02 VOL B-00164
FILED 01/06/1998 02:00 PM PAGE 02146
SECRETARY OF THE STATE
CONNECTICUT SECRETARY OF THE STATE

1. NAME OF CORPORATION: **INTELPRO CORPORATION**

2. THE CERTIFICATE OF INCORPORATION IS (check A, B or C.)

A. AMENDED.

B. AMENDED AND RESTATED.

C. RESTATED.

3. TEXT OF EACH AMENDMENT/RESTATEMENT:

RESOLVED, THAT THE NAME OF THE CORPORATION BE CHANGED TO
FACTOR, INC.

(Please reference an 8 1/2 X 11 attachment if additional space is needed)

4. VOTE INFORMATION (check A, B, or C.)

A. The resolution was approved by shareholders as follows:

(set forth all voting information required by Conn. Gen. Stat. section 33-800 as amended in the space provided below)


Total Outstanding Shares	Shares Entitled to Vote	Shares Voting in Favor of Adoption	Percentage Voting in Favor of Adoption
100	100	100	100%

B. The amendment was adopted by the board of directors without shareholder action.
No shareholder vote was required for adoption.

C. The amendment was adopted by the incorporators without shareholder action.
No shareholder vote was required for adoption.

5. EXECUTION

Dated this 2nd day of January, 1998

Thomas C. Parsons	President	
Print or type name of signatory	Capacity of signatory	Signature