

01-25-1999

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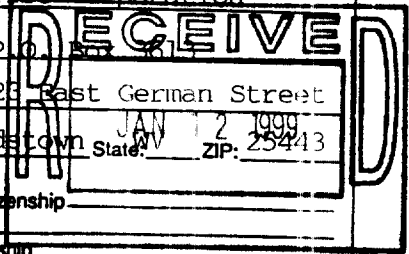
100950051

original documents or copy thereof.

To the Honorable Commissioner:

1. Name of conveying party(ies):  
 HuskyLabs, Inc.  
 P.O. Box 3613  
 123 East German Street  
 Shephardstown, WV 25443  
 Individual(s)  Association  
 General Partnership  Limited Partnership  
 Corporation-State  
 Other \_\_\_\_\_  
 Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies):  
 Name: Ultraprise Corporation  
 Internal Address: P.O. Box 3613  
 Street Address: 123 East German Street  
 City: Shephardstown State: WV ZIP: 25443  
 Individual(s) citizenship  
 Association  
 General Partnership  
 Limited Partnership  
 Corporation-State  
 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: November 13, 1998

4. Application number(s) or registration number(s):  
 A. Trademark Application No.(s)  
75/325,305  
75/325,303  
 Additional numbers attached?  Yes  No

B. Trademark registration No.(s)  
2,30,671  
2,30,670  
 Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Karen C. Maher  
 Internal Address: Piper & Marbury LLP  
 Street Address: 1200 Nineteenth St., N.W.  
 City: Washington State: DC ZIP: 20036

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:  
 (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.*  
*[Signature]* Name of Person Signing *[Signature]* Signature 1-11-99 Date  
 Total number of pages comprising cover sheet: 1

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

Do not detach this portion



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

01/22/1999 BNGUYEN 00000012 2130671  
 40.00 OP  
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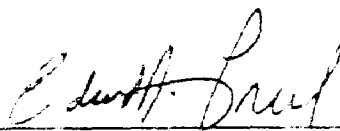
Commissioner of Patents and Trademarks  
 Box Assignments  
 Washington, D.C. 20231

01-12-1999  
 U.S. Patent & TMO/TM Mail Rec'Dt. #70

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.

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HUSKY LABS, INC.", CHANGING ITS NAME FROM "HUSKY LABS, INC." TO "ULTRAPRISE CORPORATION", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF NOVEMBER, A.D. 1998, AT 9:30 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Edward J. Freel, Secretary of State

2373809 8100

CERTIFICATION: 9421156

981449385

DATE: 11-23-98

**CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF INCORPORATION  
OF  
HUSKY LABS, INC.**

Pursuant to Section 242  
of the General Corporation Law of  
the State of Delaware

Husky Labs, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify as follows:

**FIRST:** The Board of Directors of the Corporation adopted resolutions pursuant to Section 242 of the General Corporation Law of the State of Delaware at a meeting on November 13, 1998 pursuant to and in accordance with Sections 141 and 222 of the General Corporation Law of the State of Delaware, setting forth amendments to the Certificate of Incorporation (the "Certificate") and declaring said amendments to be advisable. The stockholders of the Corporation duly approved the proposed amendments in accordance with Section 242 of the General Corporation Law of the State of Delaware by written consent in lieu of a meeting pursuant to and in accordance with Section 228 of the General Corporation Law of the State of Delaware. The resolutions setting forth the amendments are as follows:

**RESOLVED:** That Article FIRST of the Certificate of Incorporation of the Corporation be and hereby is deleted in its entirety and replaced as follows:

"The name of the corporation is Ultrarise Corporation"

**SECOND:** This amendment to the Certificate of Incorporation shall be effective as of the date accepted for filing by the Secretary of State of the State of Delaware.

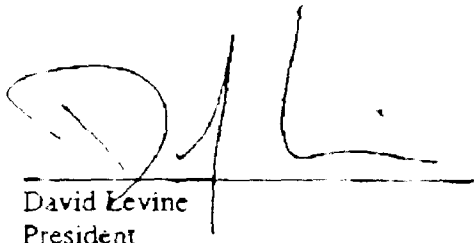
*STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:30 AM 11/23/1998  
981449385 - 2373809*

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed by David Levine, its President, and by Monica Larson, its Secretary, this 13<sup>th</sup> day of November, 1998

ATTEST

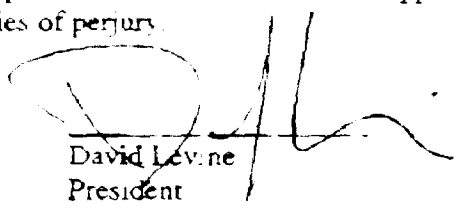


Monica Larson  
Secretary



David Levine  
President

THE UNDERSIGNED, the President of Husky Labs, Inc., who executed on behalf of the Corporation the foregoing Certificate of Amendment to Certificate of Incorporation of Husky Labs, Inc., hereby acknowledges in the name and on behalf of the Corporation the foregoing Certificate of Amendment to Certificate of Incorporation to be the corporate act of the Corporation and hereby certifies that to the best of his knowledge, information and belief the matters set forth therein with respect to the authorization and approval thereof are true in all material respects under the penalties of perjury.



David Levine  
President