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U.S. Department of Commerce  
Patent and Trademark Office

U.S. Patent & TMO/TM Mail Rcpt Dt. #54

100960718

To the Honorable Commissioner of Patents and Trademarks, Department of Commerce

or copy thereof.

1. Name of convey party(ies):  
American Holistic Centers, Ltd.

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State: Illinois  
 Other: \_\_\_\_\_

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

2. Names and address of receiving party(ies):  
Name: American Wholehealth, Inc.  
Street Address: 11150 Sunset Hills Road  
Suite 210  
City: Reston  
State: Virginia                      Zip: 22090

3. Nation of conveyance: 2-2-99

Assignment                       Merger  
 Security Agreement               Change of Name  
 Other: Articles of Amendment to the Articles of Incorporation

Execution date: May 9, 1997

Individual(s) / Citizenship: \_\_\_\_\_  Association  
 General Partnership               Limited Partnership  
 Corporation-State Illinois  
 Other: \_\_\_\_\_

If Assignee is not domiciled in the United States, a domestic representative designation is attached?  Yes  No

Additional name(s) and address(es) attached:  Yes  No

4. Application number(s) or trademark number(s):  
If this document is being filed with a new application, the execution date of the application is: \_\_\_\_\_

A. Trademark Application No(s).                      B. Trademark Registration No(s).  
75/241,796

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Alan L. Barry  
Internal Address: WALLENSTEIN & WAGNER, LTD.  
Street Address: 311 South Wacker Drive  
53rd Floor  
Chicago, Illinois 60606

6. Total number of applications or trademarks involved: 1

7. Total fee (37 CFR 3.41): \$40.00  
 Enclosed  
 Authorized to be charged to deposit account if deficient (For Payment Deficiencies Only)


8. Deposit account number: 23-0230  
(Attach duplicate copy of this page if paying by deposit account)

02/08/1999 DNGUYEN 00000261 75241796  
01 FC:481 40.00 OP

DO NOT USE THIS SPACE

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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.

Alan L. Barry                                            1/29/99  
Name of Person Signing                      Signature                      Date

Attorney Docket No. 3210T005                      Total number of pages including cover sheet, attachments and document: 1

# State of Illinois Office of The Secretary of State

Whereas, ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF AMERICAN HOLISTIC CENTERS, LTD. INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

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 12TH day of MAY A.D. 19 97 and of the Independence of the United States the two hundred and 21ST



*George H. Ryan*

Secretary of State

BCA-10.30

ARTICLES OF AMENDMENT

File # 5701-468

Jan 1995

George H. Ryan  
Secretary of State  
Department of Business Services  
Springfield, IL 62736  
Telephone: (217) 782-1832

FILED

MAY 12 1997

GEORGE H. RYAN  
SECRETARY OF STATE

SUBMIT IN DUPLICATE

This space for use by  
Secretary of State

Date 5-12-97

Franchise Tax \$

Filing Fee \$ 25

Penalty \$

Approved: [Signature]

and payment in check or money  
payable to "Secretary of State."  
Filing fee for articles of  
incorporation: \$25.00

PAID

MAY 12 1997 (Note 1)

May 6

CORPORATE NAME: American Holistic Centers, Ltd.

WANNER OF ADOPTION OF AMENDMENT:

The following amendment of the Articles of Incorporation was adopted on

19 97 in the manner indicated below. ("X" one box only)

- By a majority of the incorporators, provided no directors were named in the articles of incorporation and no directors have been elected: (Note 2)
- By a majority of the board of directors, in accordance with Section 10.10, the corporation having issued no shares as of the time of adoption of this amendment; (Note 2)
- By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment; (Note 3)
- By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the articles of incorporation were voted in favor of the amendment: (Note 4)
- By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having no less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10; (Notes 4 & 5)
- By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment. (Note 5)

TEXT OF AMENDMENT:

When amendment effects a name change, insert the new corporate name below. Use Page 2 for all other amendments.

Article I: The name of the corporation is:

America WholeHealth, Inc. [Signature]

(NEW NAME)

EXPEDITEL

MAY 12 1997

All changes other than name, include on page 2

TRADEMARK  
REEL: 1850 FRAME: 0946

Text of Amendment

*(If amendment affects the corporate purpose, the amended purpose is required to be set forth in its entirety. If there is not sufficient space to do so, add one or more sheets of this size.)*

The manner, if not set forth in Article 3b, in which any exchange, reclassification or cancellation of issued shares or a reduction of the number of authorized shares of any class below the number of issued shares of that class provided for or effected by this amendment, is as follows: (If not applicable, insert "No change")

No change.

(a) The manner, if not set forth in Article 3b, in which said amendment effects a change in the amount of paid-in capital (Paid-in capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) is as follows: (If not applicable, insert "No change")

No change.

(b) The amount of paid-in capital (Paid-in Capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) as changed by this amendment is as follows: (If not applicable, insert "No change")

No change.

	Before Amendment	After Amendment
Paid-in Capital	\$ _____	\$ _____

(Complete either Item 6 or 7 below. All signatures must be in **BLACK INK.**)

The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirm under penalties of perjury, that the facts stated herein are true.

Dated: May 9, 19 97

American Holistic Centers, Ltd.  
(Exact Name of Corporation at date of execution)

Witnessed by [Signature]  
(Signature of Secretary or Assistant Secretary)  
Steven J. Sorst, V.P. & Secretary  
(Type or Print Name and Title)

by [Signature]  
(Signature of President or Vice President)  
Mark L. Pacala, President & CEO  
(Type or Print Name and Title)

This amendment is authorized pursuant to Section 10.10 by the incorporators, the incorporators must sign below, and type or print name and title.

OR

This amendment is authorized by the directors pursuant to Section 10.10 and there are no officers, then a majority of the directors or such directors as may be designated by the board, must sign below, and type or print name and title.

The undersigned affirms, under the penalties of perjury, that the facts stated herein are true.

\_\_\_\_\_ , 19 \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

## NOTES and INSTRUCTIONS

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.

Incorporators are permitted to adopt amendments ONLY before any shares have been issued and before any directors have been named or elected. (§ 10.10)

Directors may adopt amendments without shareholder approval in only seven instances, as follows:

- (a) to remove the names and addresses of directors named in the articles of incorporation;
- (b) to remove the name and address of the initial registered agent and registered office, provided a statement pursuant to § 5.10 is also filed;
- (c) to increase, decrease, create or eliminate the par value of the shares of any class, so long as no class or series of shares is adversely affected;
- (d) to split the issued whole shares and unissued authorized shares by multiplying them by a whole number, so long as no class or series is adversely affected thereby;
- (e) to change the corporate name by substituting the word "corporation", "incorporated", "company", "limited", or the abbreviation "corp.", "inc.", "co.", or "ltd." for a similar word or abbreviation in the name, or by adding a geographical attribution to the name;
- (f) to reduce the authorized shares of any class pursuant to a cancellation statement filed in accordance with § 9.05.
- (g) to restate the articles of incorporation as currently amended. (§ 10.15)

All amendments not adopted under § 10.10 or § 10.15 require (1) that the board of directors adopt a resolution setting forth the proposed amendment and (2) that the shareholders approve the amendment.

Shareholder approval may be (1) by vote at a shareholders' 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 shares 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 shares entitled to vote and not less than a majority within each class when class voting applies. (§ 10.20)

When shareholder approval is by consent, all shareholders must be given notice of the proposed amendment at least 5 days before the consent is signed. If the amendment is adopted, shareholders who have not signed the consent must be promptly notified of the passage of the amendment. (§§ 7.10 & 10.20)