

02-16-1999



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Docket No.:

1634-B

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Imperium Internet, Inc.



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

ie: Raex Corporation

02-05-1999

nal Address:

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #26

et Address: 4051 Whipple Avenue

- Individual(s)
- General Partnership
- Corporation-State Ohio
- Other

City: Canton State: OH ZIP: 44718

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

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Ohio
- Other

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

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

Execution Date: September 29, 1997

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

75/309,359 6-16-97

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Joseph A. Sebolt

Internal Address: SAND & SEBOLT

Aston Park Professional Centre

Suite 194

Street Address: 4801 Dressler Road, NW

City: Canton State: OH ZIP: 44718

6. Total number of applications and registrations involved:.....

1

7. Total fee (37 CFR 3.41):.....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

19-0083

02/12/1999 DWGUYEN 00000292 75309359

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.

Joseph A. Sebolt, Reg. No. 35,352

Name of Person Signing

Signature

2-3-99

Date

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

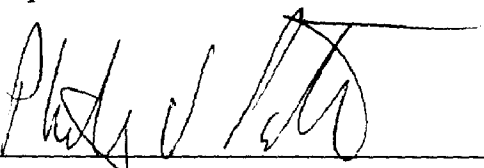
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AFFIDAVIT

STATE OF OHIO
COUNTY OF STARK

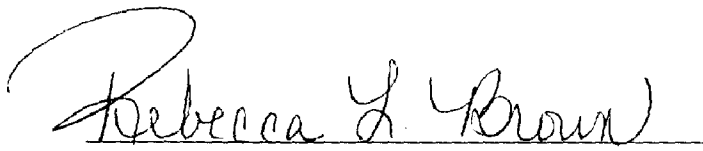
I Philip V. Patete, (hereinafter "Deponent"), of Canton, County of Stark, State of OHIO,
being duly sworn, depose and say:

1. That I am the President of [**The Raex Corporation**] (the "Corporation");
2. That said Corporation changed its name from Imperium Internet, Inc. to [**The Raex Corporation**] on September 29, 1997, and that the necessary documentation evidencing said change of name has been recorded with the Ohio Secretary of State;
3. That the Corporation, and any shareholder, officer and/or director of the Corporation, has ceased all use of the name Imperium.



Deponent

Subscribed and sworn to before me, this 16th, day of November 1998



Notary Public/Justice of the Peace

REBECCA L. BROWN, NOTARY PUBLIC
IN AND FOR THE STATE OF OHIO
MY COMMISSION EXPIRES Dec 30, 2002

06013-0954



The State of Ohio

Bob Taft

Secretary of State

932976

Certificate

is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous

filings; that said records show the filing and recording of: AMD MIS CHN

of:

RAEX CORPORATION FORMERLY IMPERIUM INTERNET, INC.

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll 6013 at Frame 0955 of
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at

Columbus, Ohio, this 29TH day of SEP

A.D. 19 97

Bob Taft

Bob Taft
Secretary of State



TRADEMARK
REEL: 1854 FRAME: 0249

06013-0955

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CERTIFICATE OF AMENDMENT by Shareholders to the Articles of Incorporation of

IMPERIUM INTERNET, INC.

(Name of Corporation)

Phillip V. Patete, who is:

- Chairman of the Board
- President
- Vice President (check one)

and

Christopher A. Gallo, who is: Secretary Assistant Secretary (check one)

of the above named Ohio corporation for profit do hereby certify that: (check the appropriate box and complete the appropriate statements)

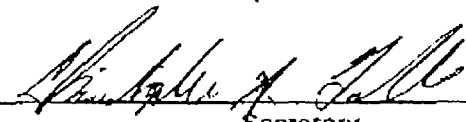
- a meeting of the shareholders was duly called for the purpose of adopting this amendment and held on _____, 19__ at which meeting a quorum of the shareholders was present in person or by proxy, and by the affirmative vote of the holders of shares entitling them to exercise _____ % of the voting power of the corporation.
- in a writing signed by all of the shareholders who would be entitled to notice of a meeting held for that purpose, the following resolution to amend the articles was adopted:

RESOLVED, That Article First of the Articles of Incorporation shall be amended and restated in its entirety to read as follows:

"FIRST: The name of the Corporation shall be "RAEX CORPORATION".

IN WITNESS WHEREOF, the above named officers, acting for and on the behalf of the corporation, have hereto subscribed their names this 13 day of September, 1997.

By 
President

By 
Secretary

NOTE: Ohio law does not permit one officer to sign in two capacities. Two separate signatures are required, even if this necessitates the election of a second officer before the filing can be made.