

02-18-1999

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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):
 Queens Group, Inc.
 52-35 Barnett Avenue
 Long Island City, New York 11104
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State - New York
 Other _____

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: October 30, 1998

2. Name and address of receiving party(ies):
 Name: Q2 MARKETING, INC.

Internal Address: _____

Street Address: 52-35 Barnett Avenue

City: Long Island City State: NY ZIP: 11104

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation-State New York

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

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)

B. Trademark registration No.(s)
1,299,956; 1,918,817; 1,962,227

Additional numbers attached? Yes No

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

Name: Martin P. Michael, Esq.

Internal Address: Rubin Baum Levin Constant & Friedman

Street Address: 30 Rockefeller Plaza
29th Floor

City: New York State: NY ZIP: 10112

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41) \$ 90.00

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.

Martin P. Michael

February 11, 1999

Name of Person Signing

Date

02/16/1999 DNGUYEN 00000078 1299956

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

3

01 FC:481
02 FC:482

40.00 OP
50.00 OP

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

F 981101000114

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
QUEENS GROUP, INC.

UNI-37

Under Section 805 of the Business Corporation Law

We, the undersigned, the President and Assistant Secretary of QUEENS GROUP, INC., hereby certify:

FIRST: The name of the corporation is QUEENS GROUP, INC.

SECOND: The Certificate of Incorporation of the corporation was filed by the Department of State on April 25, 1950 under the original name QUEENS LITHOGRAPHING CORP.

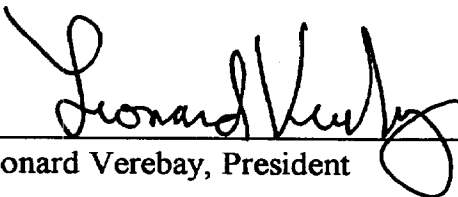
THIRD: The Corporation hereby amends its Certificate of Incorporation as follows:

Paragraph First of the Certificate of Incorporation, relating to the name of the Corporation, is hereby amended to read as follows:

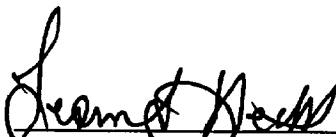
"FIRST: The name of the Corporation is Q2 MARKETING, INC."

FOURTH: The amendment herein was authorized by the consent in writing, setting forth the action so taken, unanimously signed by all of the directors of the Corporation and the holders of all the Corporation's outstanding shares entitled to vote thereon.

IN WITNESS WHEREOF, we hereunto sign our names and affirm that the statements made herein are true under the penalties of perjury, this 30th day of October, 1998.



Leonard Verebay, President

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Leonard Hecht, Assistant Secretary

F 981104000 114

CERTIFICATE OF AMENDMENT

OF

CERTIFICATE OF INCORPORATION

OF

QUEENS GROUP, INC.

Under Section 805 of the Business Corporation Law of the State of New York

UNI-37

FILED

Rubin Baum Levin Constant & Friedman
30 Rockefeller Plaza - 29th Floor
New York, New York 10112

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STATE OF NEW YORK
DEPARTMENT OF STATE
NOV 04 1998
FILED
TAX \$ _____
BY: Queens

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