

03-17-1999



Information Form Cover Sheet

U.S. Department of Commerce  
Patent and Trademark Office

100986813

**ADEMARKS ONLY**

To the Honor.

to record the attached original documents or copy thereof.

1. Name of conveying party(ies)  
FDSI Management Group Inc.

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

Additional name(s) of conveying Party(ies) attached?  
 Yes       No  
**3-15-99**

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

Execution Date: December 15, 1998

2. Name and address of receiving party(ies):  
 Name: FDSI Logistics, Inc.  
 Internal Address: FDSI Logistics, Inc.  
 Street Address: 16000 Ventura Boulevard, Suite 301  
 City: Encino State: CA Zip 91436

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

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
 (Designation 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): **See Attached Schedule A**      B. Trademark Registration No.(s): 1,782,961; 1,776,793

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning documents should be mailed:  
 Name: Andrea Sloan Pink  
 Internal Address: Gibson, Dunn & Crutcher  
Jamboree Center  
 Street Address: 4 Park Plaza  
 City Irvine State CA Zip 92614

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

7. Total fee (37 CFR 3.41): \$ 65.00  
 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.

Andrea Sloan Pink      Andrea Sloan Pink      3/13/99      **USE**  
 Name of Person Signing      Signature      Date

03/16/1999 JSHABAZZ 00000191 1782961

Total number of pages including cover sheet, attachments and document: 4

01 FC-481 10.00 DP  
02 FD-482 25.00 DP

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

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OA990710.025/-1+

**TRADEMARK**  
**REEL: 1868 FRAME: 0582**



# State of California

## SECRETARY OF STATE

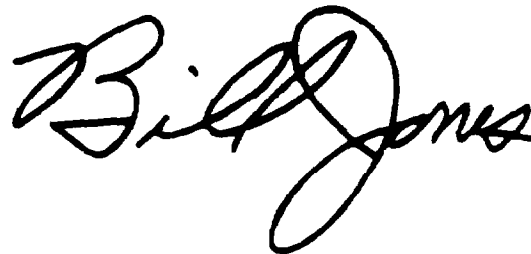
### CORPORATION DIVISION

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the corporate record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

*IN WITNESS WHEREOF*, I execute this certificate and affix the Great Seal of the State of California this

MAY 28 1996



Secretary of State

**RESTATED ARTICLES OF INCORPORATION  
OF  
FDSI MANAGEMENT GROUP, INC.**

Marvin Landon and Barry P. Keyes, certify that:

1. They are the President and Secretary, respectively, of FDSI Management Group, Inc., a California Corporation.
2. The Articles of Incorporation of this corporation are amended and restated to read in their entirety as set forth on Exhibit "A" attached hereto.
3. The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the board of directors.
4. The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the California General Corporation Law. The total number of outstanding shares of the corporation is 10,000. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%; it was 100% approval.

We further declare under penalty of perjury under the laws of the State of California, that the matters set forth in this certificate are true and correct of our own knowledge.

Executed at Los Angeles, California, this 13 day of May 1996.

  
MARVIN LANDON, President

  
BARRY P. KEYES, Secretary

**EXHIBIT "A"**

**RESTATED ARTICLES OF INCORPORATION**

**ONE:** The name of this corporation is FDSI Logistics, Inc.

**TWO:** The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California, other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California General Corporations Code.

**THREE:** This corporation is authorized to issue one class of shares of stock; the total number of said shares is 10,000.

**FOUR:** The liability of the directors of this corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

**FIVE:** This corporation is authorized to indemnify the directors and officers of this corporation to the fullest extent permissible under California law.

**SIX:** This corporation is a close corporation. All of this corporation's issued shares shall be held of record by not more than thirty-five (35) persons.