

06-16-1999



To the Honorable Commission 101036125

rd the attached original documents or copy thereof.

1. Name of conveying party(ies):
PAPEL FREELANCE, INC.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State New Jersey
 Other _____

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

2. Name and address of receiving party(ies)

Name: PAPEL GIFTWARE, INC.
Internal Address: _____
Street Address: 30 Engelhard Drive
City: Cranbury State: New Jersey Zip: 08512
Country: USA

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State New Jersey
 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: _____

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

A. Trademark Application No.(s)
75-340,143
75-340,138

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: BRUCE H. SALES
Internal Address: LERNER DAVID LITTENBERG
KRUMHOLZ & MENTLIK, LLP
Street Address: 600 South Avenue West
City: Westfield State: NJ ZIP: 07090

6. Total Number of applications and registrations involved: 14

7. Total Fee (37 CFR 3.41).....s 560.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
12-1095

(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.

Bruce H. Sales Bruce H. Sales 11-6-98
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to: U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Washington, DC 20231 Attention: Assignments

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

A. Trademark Application No.(s)

75-340,136
75-536,491
75-391,918
75-442,927
75-480,865
75-506,428
75-536,074
75-545,406

B. Trademark Registration No.(s)

2,151,822
1,899,470
2,128,271
2,187,692

FILED

FEB 23 1996

**LONNA R. HOOKS
SECRETARY OF STATE**

**CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION
OF
PAPEL FREELANCE, INC.**

Pursuant to Section 14A:9-4 of the
New Jersey Business Corporation Act

The undersigned, Harry Drum, the President, and Rick Wasserman, the Secretary, of
Papel Freelance, Inc., a New Jersey corporation (the "Corporation"), hereby certify that:

1. The Corporation was incorporated under the name "PF Acquisition Corp." and the
Certificate of Incorporation of the Corporation was filed with the Secretary of State of New
Jersey on October 20, 1995. The name of the Corporation was changed to Papel Freelance, Inc.
pursuant to the Certificate of Amendment filed with the Secretary of State of New Jersey on
February 2, 1996.

2. The first sentence of Article FIRST of the Certificate of Incorporation is hereby
deleted and replaced by the following:

"The name of the Corporation is:
Papel Giftware, Inc."

3. The above amendment to Article FIRST of the Certificate of Incorporation was
duly adopted by the directors of the Corporation by written consent dated as of February
13, 1998 pursuant to Section 14A:6-7.1 of the New Jersey Business Corporation Act.

4. The above amendment to Article FIRST of the Certificate of Incorporation was
duly adopted by the sole stockholder of the Corporation by written consent dated as of February
13, 1998, pursuant to Section 14A: 5-6 of the New Jersey Business Corporation Act. At the time
the amendment was adopted, one hundred (100) shares of common stock, no par value per share,
were outstanding and entitled to vote on the above amendment and all one hundred (100) shares
voted for said adoption and none of the shares voted against said adoption.


5. The above amendment to Article FIRST of the Certificate of Incorporation was
duly adopted in accordance with the applicable provisions of Section 14A:9-2 of the New Jersey

010064306J


Business Corporation Act

IN WITNESS WHEREOF, it is affirmed that the statements contained in this Certificate of Amendment to the Certificate of Incorporation are true under the penalties of perjury this 17th day of February, 1998.

PAPEL FREELANCE, INC.


Harry Drum, President

ATTEST:


Frederick Wasserman
Secretary

70049

**CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION
OF
PAPEL FREELANCE, INC.**

FILED

FEB 23 1998

**LONNA R. HOOKS
SECRETARY OF STATE**

LERNER, DAVID, LITTENBERG, KRUMHOLZ & MENTLIK, LLP

600 South Avenue West
Westfield, New Jersey 07090

Telephone: (908) 654-5000

RECORDED: 06/15/1999

**TRADEMARK
REEL: 1880 FRAME: 0190**