

05-03-1999



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*Cutner & Associates, P.C.*

COUNSELLORS AT LAW

641 LEXINGTON AVENUE  
NEW YORK, NEW YORK 10022

April 23, 1999

TELEPHONE (212) 759-1818

FAX (212) 486-1600

E-MAIL: @CUTNER.COM

RECORDATION FORM COVER SHEET - TRADEMARKS

Assistant Commissioner for Trademarks  
Box Assignments  
Washington DC 20231

Attn: BOX ASSIGNMENTS FEE

Certificate of Express Mail Pursuant to 37 C.F.R., §1.10	
"Express Mail" mailing label number EL284988414US	
I hereby certify that this correspondence is addressed to the Assistant Commissioner for Trademarks, Box Assignments, Washington DC 20231, and is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service on <u>4/23/99</u>	
<u>Judith F. Burns</u>	Printed Name
<u>Judith F. Burns</u>	Signature
<u>4/23/99</u>	Signature Date

Re: Recordal of Assignment  
Assignor: ARCADE MARKETING, INC.  
Assignee: AKI, INC.  
Trademarks: Reg. No. 1,257,538 **SCENTSTRIP**  
Reg. No. 1,818,578 **SNIFFY**  
Reg. No. 1,849,234 **SCENT SEAL**  
Reg. No. 1,928,276 **ARCADE**  
Reg. No. 1,930,422 **DISC/COVER**  
Reg. No. 2,078,154 **ARCADE**  
Reg. No. 2,221,966 **SMELL THE TASTE**  
Reg. No. 2,234,968 **SMELL THE TASTE**  
Ser. No. 74/653,306 **AROMASEAL**  
Ser. No. 75/203,825 **POUCHPAK**  
Ser. No. 75/223,162 **BEAUTISEAL**  
Ser. No. 75/276,807 **POWDASEAL**  
Ser. No. 75/304,811 **LIQUATOUCH**  
Ser. No. 75/318,613 **POWDASTRIP**  
Ser. No. 75/318,614 **POWDATOUCH**  
Ser. No. 75/530,810 **LIPSEAL**  
Our Ref: 1003

Sir:

Please record the attached original documents or copy thereof:

04/29/1999 JSHABAZZ 00000179 1257538

01 FC:481  
02 FC:482

40.00 OP  
375.00 OP

4.23.99 md

1. Name of conveying party(ies):

Arcade Marketing, Inc., a corporation organized and existing under the laws of the State of Delaware.

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

AKI, Inc., a corporation organized and existing under the laws of the State of Delaware, located and doing business at 1815 East Main Street, Chattanooga, Tennessee, 37404.

3. Nature of conveyance:

Change of Name

Effective date: June 22, 1998

4. Trademark Application/Registration Numbers:

Reg. No. 1,257,538 **SCENTSTRIP**  
Reg. No. 1,818,578 **SNIFFY**  
Reg. No. 1,849,234 **SCENT SEAL**  
Reg. No. 1,928,276 **ARCADE**  
Reg. No. 1,930,422 **DISC/COVER**  
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Ser. No. 75/318,613 **POWDASTRIP**  
Ser. No. 75/318,614 **POWDATOUCH**  
Ser. No. 75/530,810 **LIPSEAL**

5. Please address all correspondence in this matter to:

David A. Cutner  
Cutner & Associates, P.C.  
641 Lexington Avenue  
New York, New York 10022  
(212) 759-1818

6. Total number of applications and registrations involved: 16

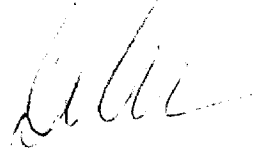
*Cutner & Associates, P. C.*

7. Total fee enclosed: \$415

8. Also enclosed is Certificate of Express Mail, label No. EL284988414US and an acknowledgment postcard.

9. 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.

Sincerely,



Debra I. Resnick

DIR:jfb  
Enclosures

Total number of pages comprising cover sheet: 3

*State of Delaware*  
*Office of the Secretary of State* PAGE 1

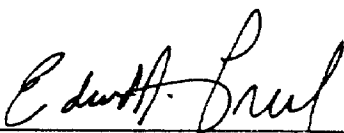
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ARCADE MARKETING, INC.", CHANGING ITS NAME FROM "ARCADE MARKETING, INC." TO "AKI, INC.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF JUNE, A.D. 1998, AT 12:30 O'CLOCK P.M.



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991157318

  
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*Edward J. Freel, Secretary of State*

AUTHENTICATION: 9702109

DATE: 04-22-99

TRADEMARK  
REEL: 1890 FRAME: 0017

CERTIFICATE OF AMENDMENT  
OF  
RESTATED CERTIFICATE OF INCORPORATION  
OF  
ARCADE MARKETING, INC.

Arcade Marketing, Inc., a Delaware corporation ("Corporation"), pursuant to the provisions of the General Corporation Law of the State of Delaware (the "DGCL"), does hereby certify that:

FIRST: The name of the Corporation is Arcade Marketing, Inc.

SECOND: The First Article of the Restated Certificate of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

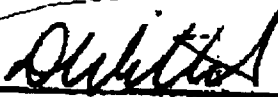
"The name of the Corporation is AKI, Inc."

THIRD: The aforesaid amendment to the Restated Certificate of Incorporation of the Corporation was duly adopted in accordance with the provisions of Section 242 of the DGCL and has been consented to in writing by the stockholders in accordance with the provisions of Section 228 of the DGCL.

[THE REMAINDER OF THIS PAGE IS INTENTIONALLY LEFT BLANK.]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment as of the 22<sup>nd</sup> day of June, 1998.

ARCADE MARKETING, INC.

By:   
David M. Wittels  
Vice President