

06-09-1999



101057377

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

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

1. Name of conveying party(ies):  
Barristo II, Ltd..  
Entity: Illinois Corporation  
Additional name(s) of conveying party(ies) attached?  
 Yes  No

2. Name and address of receiving party(ies):  
Name: BARRISTO, LTD.  
Address 600 McClurg Court  
Chicago, Illinois 60611

3. Nature of conveyance: 6-7-99  
Assignment Merger  
 Security Agreement  Change of Name  
Other \_\_\_\_\_  
Date: September 1, 1998

Entity: A Corporation of Illinois  
If assignee is not domiciled in the United States, an appointment of domestic representative is attached: Yes No  
Additional name(s) & address(es) attached:  Yes  No

4. Application or Registration number(s):  
A. Trademark Application No.(s) B: Trademark Registration No.(s) 1,446,311  
Additional numbers attached?  Yes  No

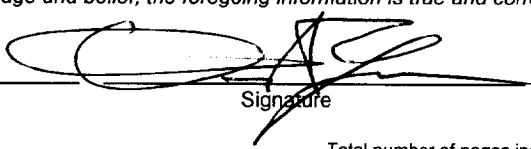
5. Name and address of party to whom correspondence concerning document should be mailed:  
  
Hill & Simpson, P.C.  
Attn: Trademark Department  
85th Floor-Sears Tower  
Chicago, IL 60606  
  
Att. Ref. No(s): T85,180<sup>6</sup>

6. Total number of trademark applications and registrations involved: 1

7. Total Fee (37 CFR 3.41) ..... \$40.00  
 Enclosed  
 Any additional fees or credits are authorized to be charged to deposit account.

8. Deposit Account Number:  
08-2290

DO NOT USE THIS SPACE 40E

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.*  
Dennis A. Gross  June 1, 1999  
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and documents 3  
06/08/1999 MTH:11 00000239 1446311  
01 FC:481 40.00 OP

Mail documents to be recorded and required cover sheet information to:  
Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

State of Illinois  
Office of  
The Secretary of State

Whereas, ARTICLES OF AMENDMENT TO THE ARTICLES OF  
INCORPORATION OF

BARRISTO II, LTD.

INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN  
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE  
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, Jesse White, Secretary of State of the State of  
Illinois, by virtue of the powers vested in me by law, do hereby issue  
this certificate and attach hereto a copy of the Application of the  
aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be  
affixed the Great Seal of the State of Illinois,  
at the City of Springfield, this 15TH  
day of JANUARY A.D. 1999 and of  
the Independence of the United States the two  
hundred and 23RD



*Jesse White*

Secretary of State

George H. Ryan  
Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-1832


**SUBMIT IN DUPLICATE**

**FILED**

JAN 15 1999

JESSE WHITE  
SECRETARY OF STATE

This space for use by  
Secretary of State

Date 1-15-99  
Franchise Tax \$  
Filing Fee\* \$ 25  
Penalty \$  
Approved: 

Remit payment in check or money order, payable to "Secretary of State."

1. CORPORATE NAME: Barristo II, Ltd. ✓ (Note 1)

2. MANNER OF ADOPTION AND TEXT OF AMENDMENT:

The following amendment of the Articles of Incorporation was adopted on September 1, 19 98 in the manner indicated below. ("X" one box only)

By a majority of the incorporators, provided no directors were named in the articles of incorporation and no directors have been elected; or by a majority of the board of directors, in accordance with Section 10.10, the corporation having issued no shares as of the time of adoption of this amendment; (Note 2)

By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment; (Note 3)

By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the articles of incorporation were voted in favor of the amendment; (Note 4)

By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10; (Note 4)

By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment. (Note 4)

When amendment effects a name change, insert the new corporate name below. Use Page 2 for all other amendments.

Article I: The name of the corporation is:

Barristo, Ltd.

(NEW NAME)

All changes other than name, include on page 2 (over)

3. The manner in which any exchange, reclassification or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for or effected by this amendment, is as follows: (If not applicable, insert "No change")

4. (a) The manner in which said amendment effects a change in the amount of paid-in capital (Paid-in capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) is as follows: (If not applicable, insert "No change")

(b) The amount of paid-in capital (Paid-in Capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) as changed by this amendment is as follows: (If not applicable, insert "No change")

	Before Amendment	After Amendment
Paid-in Capital	\$ _____	\$ _____

(Complete either Item 5 or 6 below)

5. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated \_\_\_\_\_, 19 \_\_\_\_\_ Barristo, Ltd.  
(Exact Name of Corporation)  
attested by \_\_\_\_\_ by \_\_\_\_\_  
(Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)  
Dennis A. Gross, Secretary David Daleiden, President  
(Type or Print Name and Title) (Type or Print Name and Title)

6. If amendment is authorized by the incorporators, the incorporators must sign below.

OR

If amendment is authorized by the directors and there are no officers, then a majority of the directors or such directors as may be designated by the board, must sign below.

The undersigned affirms, under the penalties of perjury, that the facts stated herein are true.

Dated \_\_\_\_\_, 19 \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_