

FORM PTO-1594
Rev. 6-93

06-11-1999

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

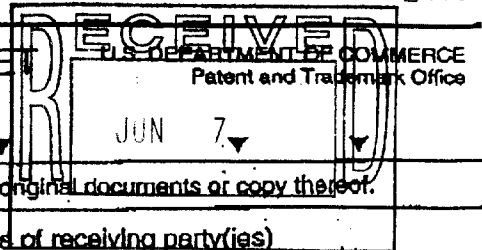


Tab settings

To the Honorable Comr.

101062606

1 COVER SHEET
K S ONLY



Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

BRIGHT, INC.

- Individual(s)
- General Partnership
- Corporation-State- West Virginia
- Other

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Association
- Limited Partnership
- Merger
- Change of Name

Execution Date: October 10, 1990

2. Name and address of receiving party(ies)

Name: BRIGHT OF AMERICA, INC.

Internal Address:

Street Address: 300 Greenbrier Road

City: Summersville State: W.V. ZIP: 26651

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State West Virginia
- 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 patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,120,489

Additional numbers attached? Yes No

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

Name: General Counsel

Internal Address: c/o Russ Berrie and Company, Inc.

Street Address: 111 Bauer Drive

City: Oakland State: NJ ZIP: 07436

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

18-2351

(Attach duplicate copy of this page if paying by deposit account)

06/11/1999 DNGUYEN 00000080 182351 1120489

DO NOT USE THIS SPACE

01 FC-481 40.00 EH

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.

Arnold S. Bloom - Vice President

Name of Person Signing

Signature

6/3/99

Date

4

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

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

TRADEMARK
REEL: 001910 FRAME: 0934

State of West Virginia



CERTIFICATE

I, Ken Hechler, Secretary of State of the State of West Virginia, hereby certify that

originals of the Articles of Amendment to the Articles of Incorporation of

BRIGHT, INC.

are filed in my office, signed and verified, as required by the provisions of Chapter 31, Article 1, Section 31 of the West Virginia Code and conform to law. Therefore, I issue this

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

changing the name of the corporation to

BRIGHT OF AMERICA, INC.

and I attach to this certificate a duplicate original of the Articles of Amendment.

Given under my hand and the Great Seal of the State of West Virginia, on this

TENTH day of
OCTOBER 1990

Ken Hechler

Secretary of State.



ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BRIGHT, INC.

FILED
OCT 10 1990
IN THE OFFICE OF
SECRETARY OF STATE
WEST VIRGINIA

Pursuant to the provisions of Section 31, Article 1, Chapter 31 of the Code of West Virginia, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The name of the corporation is Bright, Inc.


SECOND: The following amendment of the Articles of Incorporation was adopted by the shareholders of the corporation on September 27, 1990 in the manner prescribed by Section 107, Article 1, Chapter 31 of the Code of West Virginia.

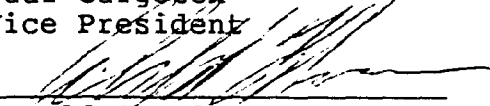
RESOLVED, that the Articles of Incorporation of Bright, Inc. be amended by striking out Article I thereof in its entirety and substituting therefor a new Article I as follows: "I. The undersigned agrees to become a corporation by the name of Bright of America, Inc."

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 1000 and the number of shares entitled to vote thereon was 1000.

FOURTH: The number of shares voted for such amendment was 1000 and the number of shares voted against such amendment was zero.

Dated: September 27, 1990

By: 
Paul Cargotch
Vice President

By: 
Arnold S. Bloom
Secretary

STATE OF NEW JERSEY,
COUNTY OF Bergen, to-wit:

I, Joan Infozino, a notary public, do hereby certify that on this 27 day of September, 1990, personally appeared before me Paul Cargotch, who being by me first duly sworn, declared that he is a Vice President of Bright, Inc., that he signed the foregoing document as a Vice President of the corporation, and that the statements contained therein are true.

My commission expires Feb 22, 1993

Joan Infozino
Notary Public

[SEAL]

JOAN INFOZINO
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires February 22, 1993

STATE OF NEW JERSEY,
COUNTY OF Bergen, to-wit:

I, Joan Infozino, a notary public, do hereby certify that on this 27 day of September, 1990, personally appeared before me Arnold S. Bloom, who being by me first duly sworn, declared that he is the Secretary of Bright, Inc., that he signed the foregoing document as Secretary of the corporation, and that the statements contained therein are true.

My commission expires Feb. 22, 1993

Joan Infozino
Notary Public

[SEAL]

JOAN INFOZINO
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires February 22, 1993

This Document Prepared By:

CHADBOURNE & PARKE
30 Rockefeller Plaza
New York, New York 10112