

07-15-1999



To the Honorable Commissioner of Patents and

101091115

1 original documents or copy thereof

1. Name of conveying party(ies): mrd
 U. S. Divers Co. 7-13-99

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

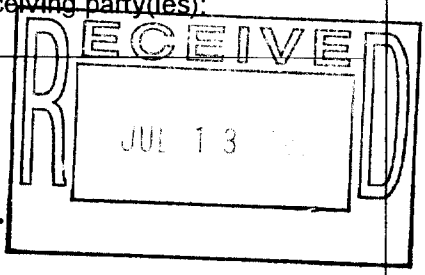
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
 Name: U.S.D. Corp.
 Internal Address:
 Street Address:
3323 West Warner Ave.
 City: Santa Ana State: CA Zip: 92704

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

If assignee is not domiciled in the U.S., a domestic representative designation is attached? Yes No

Additional name(s) & address(es) attached? Yes No



3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: December 24, 1980

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

A. Trademark Application No.(s):
 B. Trademark Registration No.(s):
(680,857)

Additional numbers attached? Yes No

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

Name: DICKSTEIN SHAPIRO MORIN & OSHINSKY LLP
 Internal Address: Attv. Dkt.: A3648.0012/T017
Attn: Gabrielle S. Roth, Esq.
 Street Address: 2101 L Street, N.W.
 City: Washington State: DC Zip: 20037-1526

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
 (any deficiencies)
 8. Deposit account number: 04-1073

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.

Gabrielle S. Roth Gabrielle S. Roth 7/13/99
 Name of Person Signing Signature Date
 Reg. No.

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

07/14/1999 0000244 680857 40.00 DP 01 FC:481

State of California



SECRETARY OF STATE

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

That the attached transcript of 2 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

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

JUL 7 1999



Bill Jones

Secretary of State

FILED
In the office of the Secretary of State
of the State of California

MAR 30 1980

MAR 30 1980
E. J. [Signature]
Deputy

CERTIFICATE OF AMENDMENT

OF

ARTICLES OF INCORPORATION

OF

U. S. DIVERS CO.

* * * * *

We, the President and the Secretary of U. S. DIVERS CO., a corporation duly organized and existing under the laws of the State of California, do hereby certify:

1. That they are the President and the Secretary, respectively of U. S. DIVERS CO., a California corporation.
2. That an amendment to the articles of incorporation of this corporation has been approved by the board of directors.
3. The amendment so approved by the board of directors is as follows:

Article First of the Articles of Incorporation of this corporation is amended to read as follow:

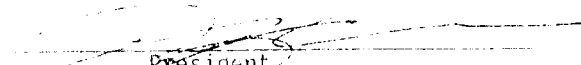
First: The name of the corporation is U.S.D. CORP.


4. That the shareholders have adopted said amendment by written consent. That the wording of said amendment as approved by the written consent of the shareholders is the same as that set forth in Article 3 above. That said written consent was signed by the holders of outstanding shares having not less than the minimum number of required votes of shareholders necessary to approve said amendment in accordance with Section 902 of the California Corporations Code.
5. The designation and total number of outstanding shares entitled to vote on or give written consent to said amendment and the minimum percentage vote required of each class or series entitled to vote on or to give written consent to said amendment for approval thereof are as follows:

<u>Designation</u>	<u>Number of shares outstanding entitled to vote or give written consent</u>	<u>Minimum percentage vote required to approve</u>
Common Stock P.V. \$100	25,000	More than 50 percent 25,000

6. That the number of shares of each class, which gave written consent in favor of said amendment equaled or exceeded the minimum percentage vote required of each class entitled to vote. Said minimum percentage vote is set forth in Article 5 of this certificate.

IN WITNESS WHEREOF, the undersigned have executed this certificate this day of December 24 1980.

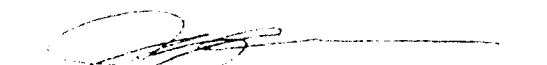


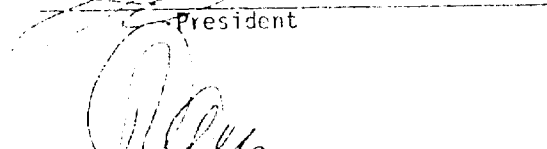
President


Asst. Secretary

Each of the undersigned declares under penalty of perjury that the statements contained in the foregoing certificate are true of their own knowledge.

Executed at Santa Ana, California on
December 24, 1980



President


Asst. Secretary

