

RECORDATION FORM C
TRADEMARKS

08-02-1999

DEPT. OF COMMERCE
& Trademark Office

MAD 7-29-99



101106161

thereof.

To the Hon. Commissioner of Patents & Trademarks: Please record

1. Name of conveying party(ies):

HONOR TECHNOLOGIES, INC.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - State DE Other _____
Additional name(s) of conveying party(ies) attached Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: May 18, 1999

Name and address of receiving party(ies):

Name: STAR NETWORKS, INC.

Internal Address: Suite 180

Street Address: 2600 Lake Lucien Drive

City: Maitland State: FL ZIP: 32751

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State of Delaware
 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 trademark reg. no.(s)

A. Trademark Application No(s).
74/360,834 74/374,583 74/420,390
74/374,753 74/374,587 74/115,689
74/374,577 74/374,632
74/374,629 74/420,388 74/321,367
74/614,111 75/200,956
Additional numbers attached? Yes No

B. Trademark Registration No.(s)
1,560,167 1,268,752 1,375,061 1,375,059
1,576,857 2,062,428 2,022,716 1,268,752
2,190,236 2,080,438 1,814,051 1,880,811
1,824,377 1,804,263

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

Name: Edward J. Kondracki, Esq.

Internal Address: KERKAM, STOWELL, KONDRACKI & CLARKE, P.C.
Suite 600

Street Address: Two Skyline Place
5203 Leesburg Pike

City: Falls Church State: VA ZIP: 22041

6. Total number of applications and patents involved: 27

7. Total fee (37 CFR 3.41)-----\$ 690.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit Account Number:

11-0610

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

07/30/1999 INGIYEN 0000300 1560167

DO NOT USE THIS SPACE

01 FC:481 40.00 OP
02 FC:482 650.00 OP

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.

Edward J. Kondracki, Esq.
Name of Person Signing
Reg. No. 20,604

July 29, 1999
Date

Total number of pages including cover sheet, attachments and document: 3

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

Office of the Secretary of State

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 "HONOR TECHNOLOGIES, INC.", CHANGING ITS NAME FROM "HONOR TECHNOLOGIES, INC." TO "STAR NETWORKS, INC.", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF MAY, A.D. 1999, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2950934 8100

991197306

AUTHENTICATION:

9750614

DATE:

05-18-99

TRADEMARK
REEL: 001937 FRAME: 0284

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
HONOR TECHNOLOGIES, INC.**

Honor Technologies, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation") hereby certifies that:

1. In order to change the name of the Corporation, Article I of the Certificate of Incorporation of the Corporation is hereby amended in its entirety, so that, as amended, Article I shall be and read as follows:

FIRST: The name of the Corporation is Star Networks, Inc. (hereinafter the "Corporation").

2. This Amendment to the Certificate of Incorporation of the Corporation shall be effective on May 18, 1999.

3. That pursuant to and in accordance with Section 242 of the General Corporation Law of the State of Delaware, this Amendment to the Certificate of Incorporation of the Corporation was unanimously adopted and approved on May 6, 1999 by the Board of Directors of the Corporation, and the number of votes cast by the Board of Directors of the Corporation for the Amendment to the Certificate of Incorporation of the Corporation was sufficient for such approval.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment this 17th day of May, 1999.

HONOR TECHNOLOGIES, INC.

By: /s/ Ronald V. Congemi
Ronald V. Congemi, President