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08-11-1999



Docket No.:

73122.0004

Tab settings → → → ▼ ▼

To the Honorable Commissioner of Patents

101114737

Attached original documents or copy thereof.

1. Name of conveying party(ies):

SPAR/Burgoyne, Inc.

MRD
8-9-99

2. Name and address of receiving party(ies)

Name: SP/R, Inc.

Internal Address: _____

Street Address: 303 South Broadway, Suite 140

City: Tarrytown

State: NY ZIP: 10591

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

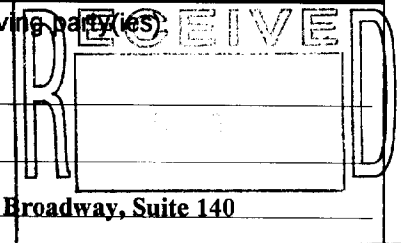
Corporation-State Nevada

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



Individual(s)

Association

General Partnership

Limited Partnership

Corporation-State Nevada

Other _____

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

3. Nature of conveyance:

Assignment

Merger

Security Agreement

Change of Name

Other _____

Execution Date: June 1, 1999

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,357,128

1,441,909

1,357,132

1,597,275

1,387,743

Additional numbers attached? Yes No

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

Name: Karl M. Zielaznicki, Esq.

Internal Address: Parker Chapin Flattau & Klimpl, LLP

Street Address: 1211 Avenue of the Americas

City: New York

State: NY

ZIP: 10036

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

5

7. Total fee (37 CFR 3.41):.....\$ \$140.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

500-672

DO NOT USE THIS SPACE

08/10/1999 DC0ATES 00000173 1357128

01 FC:461

40.00 DP

02 FC:482

100.00 DP

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.

Karl M. Zielaznicki

Name of Person Signing

[Signature]

Signature

August 5, 1999

Date

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

4

FILED
IN THE OFFICE OF
SECRETARY OF STATE
STATE OF NEVADA

JUN 08 1999

No. C 3299-85
Dean Heller
DEAN HELLER, SECRETARY OF STATE

CERTIFICATE OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
SPAR/BURGOYNE, INC.
June 1, 1999

Pursuant to the unanimous written consent of the Board of Directors and Stockholders of Spar/Burgoyne, Inc., a Nevada corporation (the "Corporation"), whose original Articles of Incorporation were filed on May 14, 1985 (as previously amended, the "Articles"), with the Secretary of State of the State of Nevada, and pursuant to the provisions of Section 78.390 of the General Corporation Law of the State of Nevada, the undersigned does hereby certify as follows:

FIRST: The name of the Corporation is **SPAR/Burgoyne, Inc.**

SECOND: The Board of Directors of the Corporation duly adopted the following resolutions as of June 1, 1999:

WHEREAS, the Board of Directors of the Corporation has determined that it is advisable in their judgment to change the name of the Corporation to **SP/R, Inc.**, and to amend the Articles accordingly; and it is further

RESOLVED, that the Corporation be, and hereby is, authorized and directed: to prepare and submit to the sole Stockholders of the Corporation, for their approval, the foregoing amendment to the Articles; and upon such approval, to prepare and file with the Secretary of State of the State of Nevada a Certificate of Amendment to the Articles reflecting the change so approved, to prepare and file such related instruments and documents, and to pay such fees and other amounts as may be necessary or appropriate to effect such amendment, all as shall be approved by an officer of the Corporation as hereinafter provided; and it is further

RESOLVED, that the Chairman, Chief Executive Officer, Vice Chairman, Chief Executive Officer, President, Senior Vice President, Treasurer and Secretary of the Corporation, and any other employee or agent of the Corporation authorized by any such officer, be, and each of them hereby is, authorized and directed in the name and on behalf of the Corporation to do and perform any and all such acts and things, and to sign or make such agreements, certificates, instruments, notices, requests, statements and other documents and communications, as each of them in his or her sole discretion may approve or deem necessary or desirable in order to carry out the intent or purposes of these Resolutions.

THIRD: The total number of outstanding shares having voting power of the corporation is 720, and the total number of votes entitled to be cast by the holders of such shares is 720. The holders of all such outstanding shares having voting power dispensed with the holding of a meeting of stockholders and adopted the proposed amendment by a unanimous written consent.

FOURTH: The Articles be, and hereby are, amended by the deletion of Article **FIRST** thereof and the insertion of the following new Article:

Doc. No. 430711

FIRST: The name of the Corporation (hereinafter called the "Corporation" or the "corporation") is SP/R, Inc.

FIFTH: The Articles as amended hereby shall continue in full force and effect.

Signed as of June 1 1999.

SPAR/Burgoyne, Inc.

By: Robert G. Brown

Robert G. Brown,
Chairman, President & CEO

By: William H. Bartels

William H. Bartels,
Vice Chairman, Senior Vice President,
Treasurer and Secretary

STATE OF NEW YORK)
)SS.:
COUNTY OF WESTCHESTER)

On the 1 day of June in the year 1999 before me, the undersigned, a Notary Public in and for said State, personally appeared **Robert G. Brown**, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity as **President**, and that by his signature on the instrument, the person upon behalf of which the individual acted **SPAR/Burgoyne, Inc.**, executed the instrument.

Sonia Spencer
(Signature and office of individual taking acknowledgment.)

Sonia Spencer
Notary Public, State of New York
Registration #: 01SP6017400
Qualified In Dutchess County
My Commission Expires 12/14/2000

STATE OF NEW YORK)
)SS.:
COUNTY OF WESTCHESTER)

On the 1 day of June in the year 1999 before me, the undersigned, a Notary Public in and for said State, personally appeared **William H. Bartels**, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity as **Secretary**, and that by his signature on the instrument, the person upon behalf of which the individual acted **SPAR/Burgoyne, Inc.**, executed the instrument.

Sonia Spencer
William H. Bartels
(Signature and office of individual taking acknowledgment.)

Sonia Spencer
Notary Public, State of New York
Registration #01SP6017400
Qualified In Dutchess County Doc. No. 430711
My Commission Expires 12/14/2000