

RECORDER  
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08-11-1999

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #11

08-19-1999



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To the Honorable Commissioner of Patents &

at.

1. Name of conveying party(ies):

G. A. Tolton Associates, Inc.

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 14, 1994

2. Name and address of receiving party(ies)

Name: Red Lion Manufacturing, Inc.

Internal Address: -

Street Address: 224 First Avenue

City: Red Lion State: PA ZIP: 17356

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State PA
- 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)

1,809,324 (ZR USA; stylized)

1,812,973 (Zero Zero Restriction, etc.)

Additional numbers attached?  Yes  No

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

Name: Martin P. Hoffman

Internal Address:

HOFFMAN, WASSON & GITLER, P.C.

Street Address: 2361 Jefferson Davis Hwy.

Suite 522

City: Arlington State: VA ZIP: 22202

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41).....\$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number

08-2455 (Deficiencies Only)

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

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NOV 11 1999  
U.S. PATENT & TRADEMARK OFFICE

08/19/1999 MTHA11 00000024 1809324

DO NOT USE THIS SPACE

01 FC481 40.00 OP  
02 FC482 25.00 OP

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.

Martin P. Hoffman

Name of Person Signing

*Martin P. Hoffman*  
Signature

*August 10, 1999*  
Date

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

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments

Washington, D.C. 20231

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REEL: 001944 FRAME: 0763

Microfilm Number \_\_\_\_\_

Filed with the Department of State on DEC 21 1994  
Robert M. Grant  
Secretary of the Commonwealth

County Number 79.3111

**ARTICLES OF AMENDMENT-DOMESTIC BUSINESS CORPORATION**

DSCB:15-1815 (Rev 91)

In compliance with the requirements of 15 Pa.C.S. § 1915 (relating to articles of amendment), the undersigned business corporation, desiring to amend its Articles, hereby states that:

1. The name of the corporation is: G.A. Tolton Associates, Inc.

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) R.D. #2, Box 3131, Lombard Road, Red Lion, PA 17356, York  
Number and Street City State Zip County

(b) c/o: \_\_\_\_\_  
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes

3. The statute by or under which it was incorporated is: 15 Pa. C.S.A. Section 1301 et seq.

4. The date of its incorporation is: December 15, 1983

5. (Check, and if appropriate complete, one of the following):

The amendment shall be effective upon filing these Articles of Amendment in the Department of State.

The amendment shall be effective on: December 31, 1994 at 5 p.m.  
Date Hour

6. (Check one of the following):

The amendment was adopted by the shareholders (or members) pursuant to 15 Pa.C.S. § 1914(a) and (b).

The amendment was adopted by the board of directors pursuant to 15 Pa.C.S. § 1914(c).

7. (Check, and if appropriate complete, one of the following):

The amendment adopted by the corporation, set forth in full, is as follows:

New Name: Red Lion Manufacturing, Inc.  
New Address: 224 First Avenue, Red Lion 17356

The amendment adopted by the corporation as set forth in full in Exhibit A attached hereto and made a part hereof

W. BUREKIM COMPANY  
205.561.1113

PA DEPT. OF STATE

JUL 23 1999

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HOFFMAN

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DSCB:15-1915 (Rev 91)-2

8. (Check if the amendment restates the Articles):

The restated Articles of Incorporation supersede the original Articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this 14<sup>th</sup> day of DECEMBER 1994.

G.A. Tolton Associates, Inc.  
(Name of Corporation)

BY: [Signature]  
(Signature) Gary A. Tolton

TITLE: President

C O M M O N W E A L T H   O F   P E N N S Y L V A N I A

D E P A R T M E N T   O F   S T A T E

AUGUST 05, 1999

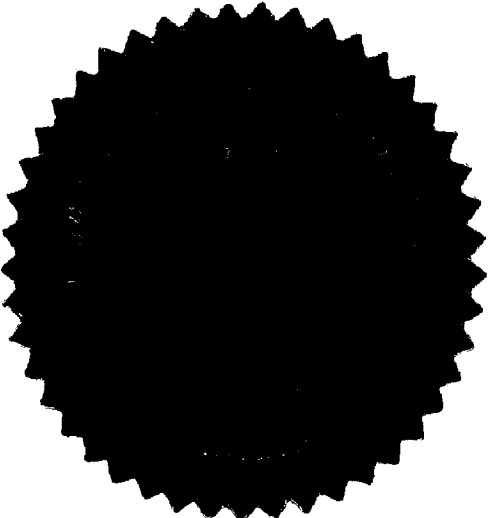
TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

RED LION MANUFACTURING, INC.

I, Kim Pizzingrilli, Secretary of the Commonwealth of Pennsylvania do hereby certify that the foregoing and annexed is a true and correct photocopy of Articles of Amendment

which appear of record in this department

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.



*Kim Pizzingrilli*

Secretary of the Commonwealth

DPOS