



09-07-1999

U.S. Patent & TMOfc/TM Mail Rcpt Dt. #39

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Atty Docket No. G1950/182938

To the Assistant Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Target Marketing International, Inc.

- Individuals(s)
- General Partnership
- Corporation-State Georgia
- Other
- Association
- Limited Liability Partnership

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

3. Nature of conveyance:

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

Execution Date: March 31, 1999

2. Name and address of receiving party(ies)
Name: **OnTarget, Inc.**

Internal Address: **Suite 700**

Street Address: **3348 Peachtree Road, N.E.**

City: **Atlanta** State: **GA** Zip: **30326**

- Individual(s) citizenship
- Association
- General Partnership
- Limited Liability Partnership
- Corporation-State Georgia
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

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

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

A. Trademark Application No.(s)
75/344,368 for the mark
ON TRAGET SALES TRAINING & Des.

B. Trademark Registration No.

Additional numbers attached? Yes No

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

Name: James A. Trigg

Internal Address: Kilpatrick Stockton LLP
Suite 2800

Street Address: 1100 Peachtree Street

City: Atlanta State: GA Zip: 30309-4530

6. Total number of applications and registrations involved

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

Enclosed

Authorized to be charged to deposit account

The Commissioner is authorized to charge any deficiency in the required fee or credit any over payment to Deposit Account No. 11-0860.

8. Deposit account number:

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.

James A. Trigg
Name of Person Signing

James A. Trigg
Signature

9/2/99
Date

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

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Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

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KILPATRICK STOCKTON LLP
TRACEY C. FRASER
1100 PEACHTREE ST., STE. 2800
ATLANTA, GA 30309

CERTIFICATE OF NAME CHANGE AMENDMENT

I, Cathy Cox, the Secretary of State and the Corporations
Commissioner of the State of Georgia, do hereby certify under the
seal of my office that

TARGET MARKETING INTERNATIONAL, INC.
A DOMESTIC PROFIT CORPORATION

has filed articles of amendment in the Office of the Secretary of
State changing its name to

ONTARGET, INC.

and has paid the required fees as provided by Title 14 of the
Official Code of Georgia Annotated. Attached hereto is a true and
correct copy of said articles of amendment.

WITNESS my hand and official seal in the City of Atlanta and the
State of Georgia on the date set forth above.



A handwritten signature in black ink, appearing to read "Cathy Cox".

Cathy Cox
Secretary of State

TRADEMARK
REEL: 001958 FRAME: 0371

ARTICLES OF AMENDMENT

OF

TARGET MARKETING INTERNATIONAL, INC.

1.

The name of the corporation is Target Marketing International, Inc.

2.

The Articles of Incorporation are amended by striking Article I in its entirety and inserting in lieu thereof the following Article I:

“I

The name of the corporation is OnTarget, Inc.”

3.

The Articles of Incorporation are amended by striking Article II in its entirety and inserting in lieu thereof the following Article II:

“II.

The Corporation shall have authority to issue not more than 100,000,000 shares, \$.01 par value per share, all of which shall be of the same class and designated the “Common Stock.”

The Common Stock shall together have unlimited voting rights and be entitled to receive the net assets of the Corporation upon dissolution.”

3.

The amendments were duly adopted by unanimous written consent of the Board of Directors dated as of March 31, 1999. Pursuant to O.C.G.A. §14-2-1003, the amendments were duly adopted by unanimous written consent of the Shareholders dated as of March 31, 1999.

Pursuant to Section 14-2-1006.1(a) of the Georgia Business Corporation Code, the undersigned hereby certifies that a request for publication of a notice of change of corporate name and payment therefor have been made as required by Section 14-2-1006.1(b) of the Georgia Business Corporation Code.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed by its duly authorized officer this 12th day of April, 1999.

TARGET MARKETING INTERNATIONAL, INC.

By: 

J. Alston Gardner, President and
Chief Executive Officer

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SECRETARY OF STATE

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