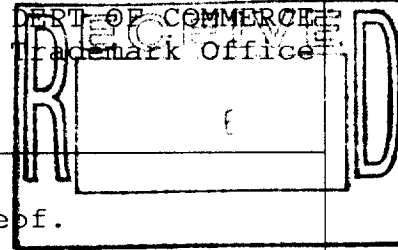


09-21-1999

U.S. DEPT. OF COMMERCE
Patent and Trademark Office



MKD 9-16-99 RECO:



101150034

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

1. Name of conveying party(ies):
Radio Fence (a Tennessee Corp.)

[] Individual(s) [] Association
[] Gen. P'ship [] Ltd. P'ship
[x] Corp-State
[] Other _____
Additional name(s) of conveying party(ies) attached? [] Yes [x] No

2. Name and address of receiving party(ies):
Name: Radio Systems Corporation

Street Address: 10427 Electric Ave.
City: Knoxville State: Tn ZIP: 37932
[] Ind(s) citizenship _____
[] Association _____
[] Gen. P'ship _____
[] Ltd. P'ship _____
[x] Corp-State Tennessee
[] Other _____
If assignee is not domiciled in the US, a domestic rep. designation is attached: [] Yes [] No
(Des. must be a sep doc from asmnts)
Additional name(s) & address(es) attached? [] Yes [x] No

3. Nature of conveyance:
[] Assignment [] Merger
[] Sec. Agrmnt [x] Chng of Name
[] Other _____
Execution Date: Name change 3/9/92
Filed with Sec. of State 3/13/92

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
1,796,849
Additional numbers attached? [] Yes [x] No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Pitts and Brittian, P.C.
Internal Address: _____

Street Address: P. O. Box 51295
City: Knoxville State: TN
ZIP: 37950-1295

6. Total number of applications and registrations involved:.....[1]
7. Total fee (37 CFR 3.41):.....\$ 40.00
[x] Enclosed \$40.00
[] Authorized to be charged to deposit account
8. Deposit account number: 16-1910
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE
09/21/1999 WITHRI1 00000073 1796849
01/FC:481 40.00 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.
Randall D. Boyd, President
Radio Systems Corporation
Name of Person Signing _____ Signature [Signature] Date 8-17-99
Total number of pages comprising cover sheet: [1]

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

RECEIVED APR 5 1999

ISSUANCE DATE: 04/01/1999
REQUEST NUMBER: 99091506

CHARTER/QUALIFICATION DATE: 02/14/1991
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0237431
JURISDICTION: TENNESSEE

TO:
PITTS AND BRITTIAN
AT: KEN HOFFMEISTER
PO BOX 51295
KNOXVILLE, TN 37950-1295

REQUESTED BY:
PITTS AND BRITTIAN
AT: KEN HOFFMEISTER
PO BOX 51295
KNOXVILLE, TN 37950-1295

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"RADIO SYSTEMS CORPORATION"

WAS INCORPORATED OR QUALIFIED TO DO BUSINESS IN THE STATE OF TENNESSEE ON THE ABOVE DATE, AND THAT THE ATTACHED DOCUMENT(S) WAS/WERE FILED IN OFFICE ON THE DATE(S) AS BELOW INDICATED:

REFERENCE NUMBER	DATE FILED	FILING TYPE	FILING ACTION									
			NAM	DUR	STK	PRN	OFC	AGT	INC	MAL	FYC	
2079-1231	02/14/1991	CHART-PROFIT										
2399-1403	03/13/1992	AMEND-CHARTER	X									
2561-0557	10/02/1992	AN RPT						X				X
2875-0187	08/02/1994	AN RPT						X				
2930-1071	12/21/1994	AMEND-CHARTER			X							
3108-0538	01/24/1996	MERGER						X				
3512-1690	05/14/1998	AN RPT						X				
3537-1052	07/20/1998	AMD RESTATE CHT			X			X		X		
3654-1462	03/24/1999	AN RPT						X				

FOR: REQUEST FOR COPIES

ON DATE: 04/01/99

FEES

RECEIVED: \$20.00 \$0.00
TOTAL PAYMENT RECEIVED: \$20.00

FROM:
PITTS AND BRITTIAN
PO BOX 51295

KNOXVILLE, TN 37950-1295

RECEIPT NUMBER: 00002471523
ACCOUNT NUMBER: 00308814

Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE



2399 1403

CORPORATE CONTROL NUMBER (IF KNOWN)

0237451

FILING FEE: RECEIVED
STATE OF TENNESSEE

PURSUANT TO THE PROVISIONS OF SECTION 48-20-106 OF THE TENNESSEE BUSINESS CORPORATION ACT, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS CHARTER: BRYANT HILLSAPS SECRETARY OF STATE

PLEASE MARK THE BLOCK THAT APPLIES:

- AMENDMENT IS TO BE EFFECTIVE WHEN FILED BY THE SECRETARY OF STATE.
- AMENDMENT IS TO BE EFFECTIVE, _____ MONTH _____ DAY _____ YEAR

(NOT TO BE LATER THAN THE 90TH DAY AFTER THE DATE THIS DOCUMENT IS FILED.) IF NEITHER BLOCK IS CHECKED, THE AMENDMENT WILL BE EFFECTIVE AT THE TIME OF FILING.

1. PLEASE INSERT THE NAME OF THE CORPORATION AS IT APPEARS ON RECORD: RADIO SYSTEMS CORPORATION
IF CHANGING THE NAME, INSERT THE NEW NAME ON THE LINE BELOW:
RADIO SYSTEMS CORPORATION

2. PLEASE INSERT ANY CHANGES THAT APPLY:
A. PRINCIPAL ADDRESS: _____
STREET ADDRESS
CITY STATE ZIP CODE

B. REGISTERED AGENT: _____

C. REGISTERED ADDRESS: _____
STREET ADDRESS
CITY TN STATE ZIP CODE

D. OTHER CHANGES:

- 3. THE CORPORATION IS FOR PROFIT. YES
- 4. THE MANNER (IF NOT SET FORTH IN THE AMENDMENT) FOR IMPLEMENTATION OF ANY EXCHANGE, RECLASSIFICATION, OR CANCELLATION OF ISSUED SHARES IS AS FOLLOWS:
THEY WILL BE REISSUED TO REFLECT NEW NAME.

5. THE AMENDMENT WAS DULY ADOPTED ON 3 9 92 BY:
MONTH DAY YEAR

- (NOTE: PLEASE MARK THE BLOCK THAT APPLIES) THE INCORPORATORS.
- THE BOARD OF DIRECTORS WITHOUT SHAREHOLDER APPROVAL, AS SUCH IS NOT REQUIRED.
- THE SHAREHOLDERS.

PRESIDENT
SIGNER'S CAPACITY

[Signature]
SIGNATURE
RANDY BOYD
NAME OF SIGNER (TYPED OR PRINTED)

RECEIVED
STATE OF TENNESSEE
BRYANT HILLSAPS
SECRETARY OF STATE
92 MAR 13 AM 10:31

SS-4421

REV 08/00