

09-28-1999

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U.S. DEPARTMENT OF COMMERCE

(Rev. 6-93)

OMB No. 0651-0011 (exp. 4/94)



Y

Patent and Trademark Office

SEP 27

To the Honorable Commissioner

101156749

Check original documents or copy thereof.

1. Name of conveying party(ies):
Howard Schultz Associates, Inc.

msd
9-27-99

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

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

2. Name and address of receiving party(ies)

Name: Howard Schultz & Associates International, Inc.

Internal Address: 9241 LBJ Freeway

Street Address: _____

City: Dallas State: TX ZIP: 75243

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: June 28, 1999

4. Application number(s) or patent number(s): _____

A. Trademark Application No.(s)
75/582,885
75/505,736

Additional numbers attached? Yes No

B. Trademark Registration No.(s)
1,664,351

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

Name: Kenneth R. Glaser

Internal Address: Akin, Gump, Struass, Hauer & Feld.d L.L.P.

Street Address: P. O. Box 688

City: Dallas State: TX ZIP: 75313-0688

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41) \$90.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

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

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.

Kenneth R. Glaser
 Name of Person Signing

Kenneth R. Glaser
 Signature

9/22/99
 Date

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

09/28/1999 NTHAI1 0000062 75562885

01 FC:481 40.00 DP
 02 FC:482 50.00 DP

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



The State of Texas

Secretary of State

JUNE 29, 1999

Best
available
copy

HAROLD B. BERMAN ATTORNEY AT LAW
5333 DOUGLAS AVE., STE. 1200
DALLAS TX 75225

RE:
EDWARD SCHULTZ & ASSOCIATES INTERNATIONAL, INC.
CHARTER NUMBER 00298725-00

IT HAS BEEN OUR PLEASURE TO APPROVE AND PLACE ON RECORD YOUR ARTICLES OF AMENDMENT.

THE APPROPRIATE EVIDENCE IS ATTACHED FOR YOUR FILES AND THE ORIGINAL HAS BEEN FILED IN THIS OFFICE.

PAYMENT OF THE FILING FEE IS ACKNOWLEDGED BY THIS LETTER.

IF WE CAN BE OF FURTHER SERVICE AT ANY TIME, PLEASE LET US KNOW.



Elton Bomer, Secretary of State



The State of Texas
Secretary of State

CERTIFICATE OF AMENDMENT

FOR

HOWARD SCHULTZ & ASSOCIATES INTERNATIONAL, INC.

FORMERLY

HOWARD SCHULTZ & ASSOCIATES, INC.
CHARTER NUMBER 00296720

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS,
HEREBY CERTIFIES THAT THE ATTACHED ARTICLES OF AMENDMENT FOR THE ABOVE
NAMED ENTITY HAVE BEEN RECEIVED IN THIS OFFICE AND ARE FOUND TO
CONFORM TO LAW.

ACCORDINGLY THE UNDERSIGNED, AS SECRETARY OF STATE, AND BY VIRTUE
OF THE AUTHORITY VESTED IN THE SECRETARY BY LAW, HEREBY ISSUES THIS
CERTIFICATE OF AMENDMENT.

DATED JUNE 23, 1999

EFFECTIVE JUNE 23, 1999



A handwritten signature in black ink, appearing to read "Elton Bomer".

Elton Bomer, Secretary of State

JUN 28 1999

Corporations Section

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
HOWARD SCHULTZ & ASSOCIATES, INC.

Pursuant to the provisions of Article 4.04 of the Texas Business Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE ONE

The name of the Corporation is HOWARD SCHULTZ & ASSOCIATES, INC.

ARTICLE TWO

The following Amendment to the Articles of Incorporation was adopted by the Shareholders of the Corporation on June 21, 1999. This amendment changes the name of the Corporation. The amendment alters or changes Article I of the Restated Articles of Incorporation, filed March 24, 1999, and the full text of the new provision is as follows:

“ARTICLE I.

The name of the corporation is HOWARD SCHULTZ & ASSOCIATES
INTERNATIONAL, INC.”

ARTICLE THREE

The number of shares of the Corporation outstanding at the time of such adoption was Five Thousand Three Hundred Sixty Five (5,365), and the number of shares entitled to vote thereon was Five Thousand Three Hundred Sixty Five (5,365).

ARTICLE FOUR

The holders of all of the shares outstanding and entitled to vote on said Amendment have signed a consent in writing adopting said Amendment.

ARTICLE FIVE

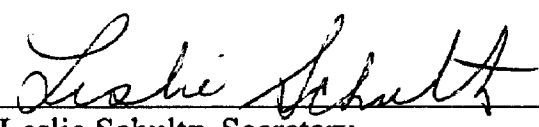
This Amendment does not effect a change in the amount of the stated capital, and there is no other change other than the name of the Corporation.

DATED June 21, 1999.

HOWARD SCHULTZ & ASSOCIATES, INC.



Howard Schultz, President

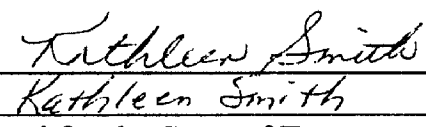


Leslie Schultz, Secretary

THE STATE OF TEXAS)

BEFORE ME, a Notary Public, on this day personally appeared HOWARD SCHULTZ, known to me to be the persons whose names are subscribed to the foregoing document, and, being by me first duly sworn, declared that the statements therein contained are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 25 day of June A.D., 1999.



Kathleen Smith, Notary Public in and for the State of Texas

My Commission Expires: 2-28-2001