

09-28-1999

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RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID #
- Correction of PTO Error  
Reel #  Frame #
- Corrective Document  
Reel #  Frame #

Conveyance Type

- Assignment
- License
- Security Agreement
- Nunc Pro Tunc Assignment  
Effective Date  
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date  
Month Day Year

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AK/A/T/A

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

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

TRADEMARK  
REEL: 001966 FRAME: 0301

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

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Name

Address (line 1)  OPR/FINANCE

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number  212 735 3000

Name  James Talbot

Address (line 1)  Skadden, Arps, Slate, Meagher & Flom LLP

Address (line 2)  919 Third Avenue

Address (line 3)  New York, New York 10022

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#  3

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

1654111

1654111

**Number of Properties**

Enter the total number of properties involved.

#  1

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$  40,000

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

**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. Charges to deposit account are authorized, as indicated herein.

James Talbot

9/21/99

Name of Person Signing

Signature

Date Signed

State of Delaware  
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ALVA MUSEUM REPRODUCTIONS, INC.", CHANGING ITS NAME FROM "ALVA MUSEUM REPRODUCTIONS, INC." TO "MUSEUM CORP.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF JULY, A.D. 1999, AT 4:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 9875390

2324806 8100

991298108

97-20-98  
TRADEMARK

REEL: 001966 FRAME: 0303

**CERTIFICATE OF AMENDMENT  
TO THE  
CERTIFICATE OF INCORPORATION  
OF  
ALVA MUSEUM REPRODUCTIONS, INC.**

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**Pursuant to Section 242 of the General  
Corporation Law of the State of Delaware**

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**Alva Museum Reproductions, Inc., a Delaware corporation (hereinafter called  
the "Corporation"), does hereby certify as follows:**


**FIRST: Article FIRST of the Corporation's Certificate of Incorporation is  
hereby amended to read in its entirety as set forth below:**

**"FIRST: The name of the corporation is Museum Corp."**

**SECOND: The foregoing amendment was duly adopted in accordance with  
Section 242 of the General Corporation Law of the State of Delaware.**

**IN WITNESS WHEREOF, the Corporation has caused this Certificate to be  
duly executed in its corporate name this 19<sup>th</sup> day of July, 1999.**

**ALVA MUSEUM REPRODUCTIONS, INC.**

By:   
**Name: Norman Matthews  
Title: Chairman of the Board**

**THE MUSEUM COMPANY, INC.**

July 19, 1999

Secretary of State of Delaware  
Townsend Building  
Dover, Delaware 19901

Re: Alva Museum Reproductions, Inc. -  
Name Change to Museum Corp.

Dear Sir/Madam:

This letter is to confirm that:

1. The Museum Company, Inc. ("TMC"), a Delaware corporation, is the parent and sole shareholder of Alva Museum Reproductions, Inc. ("Alva"), also a Delaware corporation;
2. TMC hereby consents to Alva changing its corporate name to Museum Corp.; and
3. TMC will not hold the Secretary of State of Delaware liable for any confusion that arises from there being, after Alva changes its name to Museum Corp., corporations incorporated in Delaware with the names "The Museum Company, Inc." and "Museum Corp."

Very truly yours,

**THE MUSEUM COMPANY, INC.**

By: Norman J. Matthews  
Name: NORMAN MATTHEWS  
Title: Chairman of the Board