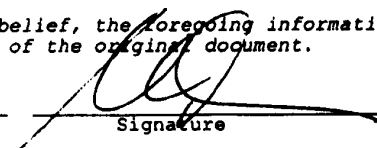


FORM PTO-1594 1-31-92	RECORDATION MRD 9-29-99	10-06-1999 101162384	DEPARTMENT OF COMMERCE Patent and Trademark Office Y
To the Honorable Commissioner of Patents and Trademarks		1 copy thereof.	
1. Name of conveying party: Just Balls, Inc.		Name and address of receiving party(ies): Name: <u>JustBalls.com, Inc.</u>	
<input type="checkbox"/> Individual(s) <input type="checkbox"/> As: <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State of Delaware <input type="checkbox"/> Other		Internal Address: _____ Street Address: <u>4478 Route 27</u> City: <u>Kingston</u> State: <u>NJ</u> ZIP: <u>08528</u>	
Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No 3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>9/10/99</u>		<input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State of Delaware <input type="checkbox"/> Other _____ If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
4. Application number(s) or registration number(s):			
A. Trademark Application No. (s) <u>75/585331</u>		B. Trademark Registration No. (s)	
Additional numbers attached? <input type="checkbox"/> Yes <input type="checkbox"/> No			
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>William J. Lehane, Esq.</u> Internal Address: _____ Street Address: <u>Drinker Biddle & Reath LLP</u> <u>One Logan Square, 18th & Cherry Streets</u> City: <u>Philadelphia</u> State: <u>PA</u> ZIP: <u>19103</u>		6. Total number of applications and registrations involved: <input checked="" type="checkbox"/> 1	
		7. Total fee (37 CFR 3.41): <u>\$40.00</u> <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account	
		8. Deposit account number: _____ (Attach duplicate copy of this page if paying by deposit account)	
10/04/1999 00000210 7550331 DO NOT USE THIS SPACE			
01 FC:401 40.00			
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.			
<u>William J. Lehane</u> Name of Person Signing		 Signature	<u>Sept. 20, 1999</u> Date
Total number of pages comprising cover sheet: <input checked="" type="checkbox"/> 1			

PHLIT\118422\1

TRADEMARK
REEL: 001970 FRAME: 0091

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 "JUST BALLS, INC.", CHANGING ITS NAME FROM "JUST BALLS, INC." TO "JUSTBALLS.COM, INC.", FILED IN THIS OFFICE ON THE TENTH DAY OF SEPTEMBER, A.D. 1999, AT 9 O'CLOCK A.M.

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




Edward J. Freel, Secretary of State

2814311 8100

991378746

AUTHENTICATION: 9964494

DATE: 09-10-99

TRADEMARK
REEL: 001970 FRAME: 0092

**CERTIFICATE OF AMENDMENT
OF
AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
JUST BALLS, INC.**

* * *

JUST BALLS, INC., a corporation organized and existing under and by virtue of the Delaware General Corporation Law (the "Corporation"), DOES HEREBY CERTIFY THAT:

FIRST: The Board of Directors of the Corporation has adopted a resolution proposing and declaring advisable and in the best interests of the Corporation the following amendment to Article FIRST of the Amended and Restated Certificate of Incorporation of the Corporation, to read in its entirety as follows (the "Charter Amendment"):

"The name of this Company is JustBalls.com, Inc."

SECOND: The stockholders of the Corporation, pursuant to a written consent of stockholders executed pursuant to Section 228 of the Delaware General Corporation Law, have adopted and approved the Charter Amendment in accordance with the provisions of Section 212 of the Delaware General Corporation Law.

THIRD: The Charter Amendment has been duly adopted and approved in accordance with the provisions of Section 242 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, said Just Balls, Inc. has caused this Certificate of Amendment of Amended and Restated Certificate of Incorporation to be executed by a duly authorized officer of the Corporation this 10th day of September, 1999.

JUST BALLS, INC.

By: 

John E. Stoddard III
Secretary

PK3934821

RECORDED: 09/29/1999

TRADEMARK
REEL: 001970 FRAME: 0093