

MU 11-8-99



To the Honorable
Please record it

101198433

s:
eof

1. Name of Conveying Party(ies):
M.O.R.-PACE, INC

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

2. Name and address of receiving party(ies)
Name: Morpace International, Inc.

Internal Address: _____

3. Nature of conveyance:
 Assignment Merger
 Security Agt. Change of Name
 Other _____

Execution Date: July 8, 1998

Street Address: 31700 Middlebelt Road

City: Farmington Hills State: MI Zip: 48334

Additional name(s) & address(es) attached: Yes No

A Corporation - State of Michigan

4. Application number(s) or trademark number(s):

If this document is being filed together with a new application, the execution date is: _____

A. Trademark Application No.(s)
75/505,525
75/505,708
75/505,834

B. Trademark No(s).

Additional numbers attached: Yes No

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

Name: Kathleen G. Mellon, Esq.

Internal Address: YOUNG & BASILE PC

Street Address: 3001 W. Big Beaver

Suite 624

City: Troy State: MI Zip: 48084

6. Total no. of applications and Trademarks involved 3

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

 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
25-0115

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

11/10/1999 0960YEN 00000-11 75505525 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.*

Kathleen G. Mellon, Esq. Kathleen G. Mellon 11-2-99
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: 5

Michigan Department of Consumer and Industry Services

Filing Endorsement

This is to Certify that the **CERTIFICATE OF AMENDMENT - CORPORATION**

for

MORPACE INTERNATIONAL, INC.

ID NUMBER: 491200

received by facsimile transmission on July 10, 1998 is hereby endorsed

Filed on July 10, 1998 by the Administrator.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 10th day of July, 1998.



Julie Coll

Director

Corporation, Securities and Land Development Bureau

10622

805

TRADEMARK
REEL: 001987 FRAME: 0509

MICHIGAN DEPARTMENT OF CONSUMER AND INDUSTRY SERVICES - CORPORATION, SECURITIES & LAND DEVELOPMENT BUREAU		
Date Received		(FOR BUREAU USE ONLY)
Name Richard F. Roth, Esq.		EFFECTIVE DATE:
Address 28400 Northwestern Hwy., Third Floor		
City Southfield, MI	State Zip MI 48034	

Document will be returned to the name and address you enter above.

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

For use by Domestic Corporations
(Please read information and instructions on last page)

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate:

1. The present name of the corporation is: MOR - PACE, Inc.		
2. The identification number assigned by the Bureau is: 491-200		
3. The location of its registered office is:		
31700 Middlebelt Road	Farmington Hills, Michigan	48334
(Street Address)	(City)	(ZIP Code)

4. Article I of the Articles of Incorporation is hereby amended to read as follows:	
The name of the corporation is: MORPACE International, Inc.	

5. COMPLETE SECTION (a) IF THE AMENDMENT WAS ADOPTED BY THE UNANIMOUS CONSENT OF THE INCORPORATOR(S) BEFORE THE FIRST MEETING OF THE BOARD OF DIRECTORS OR TRUSTEES; OTHERWISE, COMPLETE SECTION (b). DO NOT COMPLETE BOTH.

a. * The foregoing amendment to the Articles of Incorporation were duly adopted on the * day of * , 19* , in accordance with the provisions of the Act by the unanimous consent of the incorporator(s) before the first meeting of the Board of Directors or Trustees.

Signed this * day of * , 19* .

_____	_____
(Signature)	(Signature)
_____	_____
(Type or Print Name)	(Type or Print Name)
_____	_____
(Signature)	(Signature)
_____	_____
(Type or Print Name)	(Type or Print Name)

b. X The foregoing amendment to the Articles of Incorporation was duly adopted on this * 8th day of July, 1998. The amendment: (check one of the following)

- * was duly adopted in accordance with Section 611(2) of the Act by the vote of the shareholders if a profit corporation, or by the vote of the shareholders or members if a nonprofit corporation, or by the vote of the directors if a nonprofit corporation organized on a non-stock directorship basis. The necessary votes were cast in favor of the amendment.
- * was duly adopted by the written consent of all the directors pursuant to Section 525 of the Act and the corporation is a nonprofit corporation organized on a non-stock directorship basis.
- * was duly adopted by the written consent of the shareholders or members having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act if a nonprofit corporation, and Section 407(1) of the Act if a profit corporation. Written notice to shareholders who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provision appears in the Articles of Incorporation.)
- X was duly adopted by the written consent of all the shareholders or members entitled to vote in accordance with Section 407(3) of the Act if a non-profit corporation, and Section 407(2) of the Act if a profit corporation.

Signed this * 8th day of JULY, 1998.

By: Francis J. Ward
Francis J. Ward, Chairman/Resident Agent