



RECORDATION FORM FOR TRADEMARKS

11-19-1999

U.S. COMMERCE Trademark Office

11-06-1999

▼ MUD ▼ 11/6/99 ▼



101202828

U.S. Patent & TMO/TM Mail Rpt Dt: #40

of Patents and Trademarks: Please rec.

of thereof.

1. Name of conveying party(ies):

Dippin' Dots, Inc. of Illinois

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Change of Address
- Merger
- Change of Name

Execution Date: _____

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

Name: Dippin' Dots, Inc.

Internal Address: _____

Street Address: 5101 Charter Oak Drive

City: Paducah State: KY ZIP: 42001

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

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,769,015
1,831,708
1,551,183

Additional numbers attached? Yes No

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

Name: Todd E. Stockwell, Esq.

Internal Address: Stockwell Law Offices

Street Address: 801 Corporate Drive

Suite 200

City: Lexington State: KY ZIP: 40503

6. Total number of applications and registrations involved: _____

3

7. Total fee (37 CFR 3.41):..... \$ 120.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: _____

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

11/18/1999 BMSUYEH 00000121 1769015

DO NOT USE THIS SPACE

01 FC:481
02 FC:482

(40.00 OP
30.00 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.

Todd E. Stockwell
Name of Person Signing

Todd E. Stockwell
Signature

11-4-99
Date

Total number of pages: _____ sheet: 7

00000676
11/18/1999 BMSUYEH

CHECK RECHARGE TOTAL: _____

FILED

NOV 16 1993

Form **BCA-10.30**
(Rev. Jan. 1991)

ARTICLES OF AMENDMENT

File # 5502-727-4

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1832

SUBMIT IN DUPLICATE

FILED

NOV 12 1993

GEORGE H. RYAN
SECRETARY OF STATE

This space for use by
Secretary of State
Date 11-12-93
Franchise Tax \$
Filing Fee* \$ 25.00
Penalty \$
Approved: MV

Remit payment in check or money
order, payable to "Secretary of State."

1. CORPORATE NAME: Dippin' Dots, Incorporated of Illinois (Note 1)

2. MANNER OF ADOPTION AND TEXT OF AMENDMENT:
The following amendment of the Articles of Incorporation was adopted on September 29,
19 93 in the manner indicated below. ("X" one box only)

By a majority of the incorporators, provided no directors were named in the articles of incorporation and no directors have been elected; or by a majority of the board of directors, in accordance with Section 10.10, the corporation having issued no shares as of the time of adoption of this amendment; (Note 2)

By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment; (Note 3)

By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the articles of incorporation were voted in favor of the amendment; (Note 4)

By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10; (Note 4)

By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment. (Note 4)

When amendment effects a name change, insert the new corporate name below. Use Page 2 for all other amendments.

Article I: The name of the corporation is:
Dippin' Dots, Inc. 67
(NEW NAME)

All changes other than name, include on page 2
(over)

11-26

Text of Amendment

(Any article being amended is required to be set forth in its entirety)

The manner in which any exchange, reclassification or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for or effected by this amendment, is as follows: (If not applicable, insert "No change")

(a) The manner in which said amendment effects a change in the amount of paid-in capital (Paid-in capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) is as follows: (If not applicable, insert "No change")

(b) The amount of paid in capital (Paid-in Capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) as changed by this amendment is as follows: (If not applicable, insert "No change")

	Before Amendment	After Amendment
Paid-in Capital	\$ _____	\$ _____

(Complete either Item 5 or 6 below)

The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated September 29, 1993, 1993

DIPPIN' DOTS, INC.
(Exact Name of Corporation)

attested by X Connie D. Ulrich, Sec.
(Signature of Secretary or Assistant Secretary)

by X Curt D. Jones, President
(Signature of President or Vice President)

Connie D. Ulrich, Sec.
(Type or Print Name and Title)

Curt D. Jones, President
(Type or Print Name and Title)

If amendment is authorized by the incorporators, the incorporators must sign below.

OR

If amendment is authorized by the directors and there are no officers, then a majority of the directors or such directors as may be designated by the board, must sign below.

The undersigned affirms, under the penalties of perjury, that the facts stated herein are true.

Dated _____, 19 _____

STATE OF ILLINOIS

Office of the Secretary of State

I hereby certify that this is a true and correct copy, consisting of *Five* pages, as taken from the original on file in this office.



George H. Ryan

George H. Ryan
Secretary of State

DATED: *November 09, 1995*

BY: *Barbara Lippert*

TRADEMARK

REEL: 001990 FRAME: 0723

STATE OF ILLINOIS

OFFICE OF THE SECRETARY OF STATE



Whereas,

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF DIPPIN' DOTS, INCORPORATED OF ILLINOIS INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois,

at the City of Springfield, this 12TH

day of NOVEMBER A.D. 19 93 and

of the Independence of the United States

the two hundred and 18TH

George H. Ryan SECRETARY OF STATE

CHANGE OF ADDRESS NOTICE

I hereby certify that the address of Dippin' Dots, Inc., an Illinois corporation, owner of the mark DIPPIN' DOTS, Registration No. 1,551,183, ICE CREAM OF THE FUTURE, Registration No. 1,769,015 and SPACE DOTS, Registration No. 1,831,708 has changed. The new full address for Dippin' Dots, Inc. is:

5101 Charter Oak Drive,
Paducah, Kentucky 42001



Todd E. Stockwell

County of Fayette)
)
Commonwealth of Kentucky)

The undersigned, Marjorie R May, a Notary Public in and for this County and State, hereby certifying that the attached document was signed by Todd E. Stockwell, who acknowledged that he did sign the foregoing instrument and that the same is his free act and deed.

In testimony whereof, I have hereunto set my hand and official seal at Lexington, Kentucky, this 4th day of November, 1999.

My Commission Expires: Aug. 14, 2002

SEAL

Marjorie R May

Notary Public, State at Large