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U.S. Patent & TMO/TM Mail Rcpt Dt. #22

02-09-2000

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Batteries.Com. LLC

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation Limited Liability Corporation of Indiana
- Other _____

Additional name(s) of conveying party(ies) attached?

- Yes
- No

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

BDC, LLC

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation Limited Liability Corporation of Indiana
- Other _____

Internal Address: _____

Street Address: 135 N. Pennsylvania, 2700 First Indiana Plaza

City: Indianapolis State: Indiana ZIP: 46204

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

3. Nature of conveyance:

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

Execution Date: August 9, 1999 Effective: August 9, 1999

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

A. Trademark Application No.(s)
75/756,865
75/756,868

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: James A. Coles
 Internal Address: Bose McKinney & Evans
 Street Address: 135 North Pennsylvania Street
Suite 2700
Indianapolis, Indiana 46204
 Telephone: (317) 684-5000

6. Total number of applications and trademarks involved: 2

7. Total fee (37 CFR 3.41):.....\$65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 02-3223. Commissioner hereby authorized to charge any defect in fees or credit any overpayment to said deposit account. (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.

James A. Coles
Name of Person Signing

James A. Coles
Signature

1/10/00
Date

Total number of pages including cover sheet, attachments, and document: 3

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01 FC:481
02 FC:482

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25.00 OP

TRADEMARK
REEL: 002016 FRAME: 0257

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE

199906/55

ARTICLES OF AMENDMENT

Inasmuch as these Presents come, bearing:

THATAS, there has been presented to me at this office, Articles of Amendment
to:

BATTERIES.COM, LLC

and said Articles of Amendment have been prepared and signed in accordance
with the provisions of the Indiana Business Flexibility Act, as amended.

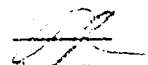
The name of the corporation is amended as follows:

BDC, LLC

NOW, WHEREFORE, I, SUE ANNE SILROY, Secretary of State of Indiana, hereby
certify that I have this day filed said articles in this office.

The effective date of these Articles of Amendment is August 09, 1999.

In Witness Whereof, I have hereunto set my
hand and affixed the seal of the State of
Indiana, at the City of Indianapolis, this
Ninth day of August, 1999.


Deputy

COPY

1999061559

ARTICLES OF AMENDMENT
OF THE
ARTICLES OF ORGANIZATION
OF
BATTERIES.COM, LLC

The undersigned, being the sole Member of **Batteries.com, LLC** (the "Company"), existing pursuant to the provisions of the Indiana Business Flexibility Act, Indiana Code § 23-18-1 *et seq.* (the "Act"), desiring to give notice of certain actions effectuating the amendment of certain provisions of its Articles of Organization, certifies the following facts:

ARTICLE I
Amendment

SECTION 1: The Articles of Organization of the Company were filed and became effective on June 23, 1999.

SECTION 2: The name of the Company following this amendment of its Articles of Organization is **BDC, LLC**.

SECTION 3: The exact text to Article I of the Articles of Organization is now as follows:

"The name of the Company is **BDC, LLC**."

ARTICLE II
Manner of Adoption and Vote

The sole member of the Company affirmatively approved the amendment to Article I of the Company's Articles of Organization effective August 9, 1999. The manner of the adoption of the Articles of Amendment was by resolution and constitutes full legal compliance with the provisions of the Act and the Company's Operating Agreement.

I hereby verify, subject to penalties for perjury, that the facts contained herein are true and correct.

INTERNET REVOLUTIONS, LLC

By: Dean R. Petruzzi, Member
Dean R. Petruzzi, Member

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