

03/07/00

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

04-12-2000

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



101316885

RECEIVED

200 MAR -7 PM 12:01

OPR/FINANCE

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
 - Merger Change of Name
 - Other
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached
Execution Date
Month Day Year

Name

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/AKA/TA

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.)

04/11/2000 JSHABAZZ 00000211 75424518

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
50.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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: 002048 FRAME: 0414

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

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

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)		
<input type="text" value="75/424,518"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,047,487"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,105,901"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

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.

Scott S. Havlick  March 7, 2000

Name of Person Signing Signature Date Signed

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED PARTNERSHIP TO A DELAWARE LIMITED LIABILITY COMPANY OF "SPACE IMAGING L.P.", CHANGING ITS NAME FROM "SPACE IMAGING L.P." TO "SPACE IMAGING LLC" FILED IN THIS OFFICE ON THE FIRST DAY OF OCTOBER, A.D. 1999, AT 4:30 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

2439644 8100V

991419541

AUTHENTICATION: 0012211

DATE: 10-06-99

FAX NO. 303 254 2212

Space Imaging Law Dept.

TRADEMARK MAR-7-00

REEL: 002048 FRAME: 0416

**CERTIFICATE OF CONVERSION
OF
SPACE IMAGING L.P.
TO
A LIMITED LIABILITY COMPANY**

This Certificate of Conversion of Space Imaging L.P. to a Limited Liability Company is executed by the undersigned to convert Space Imaging L.P. into Space Imaging LLC, a Delaware limited liability company, pursuant to the Delaware Revised Uniform Limited Partnership Act.

1. The name of the limited partnership is Space Imaging L.P.
2. The date of filing of the limited partnership's certificate of formation is September 29, 1994.
3. This Certificate is being filed because the general partner and limited partners of the limited partnership have approved the conversion of the limited partnership to Space Imaging LLC, a Delaware limited liability company, and a Certificate of Formation of Space Imaging LLC was filed with the Office of the Secretary of State of the State of Delaware on September 29, 1999 which became effective on September 30, 1999.
4. The effective date of the conversion is September 30, 1999.

IN WITNESS WHEREOF, the undersigned, Space Imaging, Inc., a Delaware corporation, constituting the sole general partner of the limited partnership, has caused this Certificate of Conversion of Space Imaging L.P. to a Limited Liability Company to be duly executed as of the 30th day of September, 1999

SPACE IMAGING, INC.
as general partner

By: _____

Richard E. Langer

General Counsel and Secretary

DNVRI:60084079.01

RECORDED: 03/07/2000
FAX NO. 303 254 2212

TRADEMARK
MAR-7-00 TUE 14:56 AM Space Imaging LAW Dept.

REEL: 002048 FRAME: 0417