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To the Honorable Commissioner of Patents and Trademarks, please return the attached original documents or copy thereof.

1. Name of conveying party(ies): OPR/FINANCE

Airpax Acquisition, LLC

- Individual(s)
- General Partnership
- Corporation-State
- Other Limited Liability Company

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

2. Name and address of receiving party(ies)

Name: Airpax Corporation LLC

Internal Address: _____

Street Address: 550 Highland Street

City: Frederick State: MD ZIP: 21701

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other Limited Liability Company

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

3. Nature of conveyance

- Assignment
- Security Agreement
- Other Certificate of Amendment
- Merger
- Change of Name

Execution Date: 4/29/99

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

963,431	1,325,513	1,352,511
1,325,446	1,325,514	
1,325,447	1,114,440	

Additional numbers attached? Yes No

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

Name: Steven M. Hoffberg

Internal Address: Milde, Hoffberg & Macklin, LLP

04/19/2000 JSHABAZZ 00000165 960431

FC:481 40.00 DP
FC:482 150.00 DP

Street Address: 10 Bank Street

Suite 460

City: White Plains State: NY ZIP: 10606

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41).....\$ 190.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-0427

(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.

Steven M. Hoffberg

Name of Person Signing

Signature

March 10, 2000

Date

Total number of pages including cover sheet, attachments, and document: 7

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 04/29/1999
991171622 - 2964882

CERTIFICATE OF AMENDMENT
OF
AIRPAX ACQUISITION, LLC

This Certificate of Amendment of Airpax Acquisition, LLC, has been duly executed and is being filed by the undersigned, as an authorized person, to amend a limited liability company under the Delaware Limited Liability Company Act (6 Del. C., §18-101, et seq.).

It is hereby certified that:

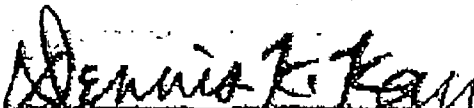
1. The name of the limited liability company is Airpax Acquisition, LLC (hereinafter called the "limited liability company").

2. The Certificate of Formation of the limited liability company is hereby amended by striking out Article First thereof and by substituting in lieu of said Article First the following:

" **FIRST:** The name of the limited liability company is AIRPAX CORPORATION, LLC."

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Amendment as of this 29 day of April, 1999.

AIRPAX ACQUISITION, LLC


Name: Dennis K. Karr
Title: Authorized Person