

07-24-2000

FORM PTO-1594
Rev. 6-93
OMB No. 0651-0111 (exp. 4/94)

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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ached original documents or copy thereof.

1. Name of conveying party(ies):

Harell Holdings, Inc.

*MAD
6.29.00*

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

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

3. Nature of conveyance:

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

Execution Date: 9/8/92

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

Perfect Promotional Products, Inc.

Name:

c/o Magnet, LLC

Internal Address:

7 Chamber Drive, P.O. Box 605

Street Address

City: Washington State MO Zip: 63090

Individual(s) citizenship:

Association

General Partnership

Limited Partnership

Corporation State California

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 patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No(s):

1,704,246

Additional numbers attached? Yes No

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

Terri Branson

Name:

Lewis, Rice & Fingersh, L.C.

Internal Address:

Street Address: 500 N. Broadway, Suite 2000

City: St. Louis State: MO Zip: 63102

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

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

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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.

Terri Branson

6/20/00

Name of Person Signing

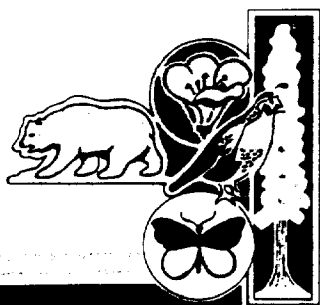
Signature

Date

Total number of pages comprising cover sheet: 1

Mail documents to be recorded with required cover sheet information to:
Commissionr of patents & Trademarks, Box Assignments
Washington, DC 20231

TRADEMARK
REEL: 002107 FRAME: 0791



State of California

OFFICE OF THE SECRETARY OF STATE

CORPORATION DIVISION

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the corporate record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this

SEP 23 1992



March Fong Eu

Secretary of State

A423205

ENDORSED
FILED
In the Office of the Secretary of State
of the State of California

Harell Holdings, Inc.

Certificate of Amendment
Articles of Incorporation

SEP 21 1992

Peter A. Bell certifies:

RECORDED
SECRETARY OF STATE

1. He is the President and the Secretary of Harell Holdings, Inc., a California Corporation, and certifies the following from personal knowledge.

2. Article I of the Articles of Incorporation have been amended to read as follows:


"The name of this corporation is
Perfect Promotional Products, Inc."

3. The foregoing amendment has been duly approved by the required vote of shareholders in accordance with the California Corporations Code. The corporation has only one class of shares of which 1500 shares are outstanding. The number of shares voted in favor of the amendment equaled or exceeded the required vote of more than fifty percent (50%).

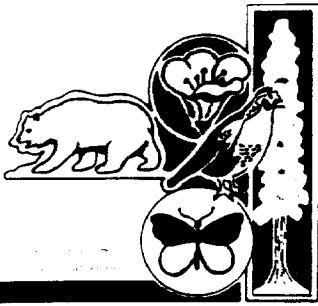
4. The foregoing amendment has been duly discussed and approved by the Board of Directors.

I declare under penalty of perjury under the laws of the State of California, that the matters set forth in this Certificate are true and correct.

Executed this 8th day of September, 1992, at
Sierra Valley, California.



PETER A. BELL,
President and Secretary



State of California

OFFICE OF THE SECRETARY OF STATE

CORPORATION DIVISION

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the corporate record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this

JAN 9 - 1987



March Fong Eu

Secretary of State

ARTICLES OF INCORPORATION
OF
Harell Holdings, Inc.

JAN 7 1967

19601 3313 80, Secretary of State

I

The name of this corporation is Harell Holdings, Inc.

II

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

III

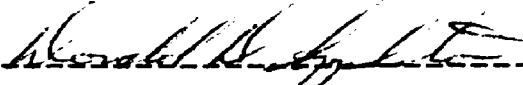
The name and address in the State of California of this corporation's initial agent for service of process is: Peter A. Bell, 19701 Wells Drive, Woodland Hills, California, 91364

IV

This corporation is authorized to issue only one class of shares of stock, which shall be designated "common shares", and the total number of shares which this corporation is authorized to issue is One Million (1,000,000). Each share shall have a no par value.


DATED:

JANUARY 7, 1987


(Signature of incorporator)

Donald D. Appleton

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.



Donald D. Appleton