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To the Honorable Commissioner of Patents

101457119

original documents or copy thereof.

1. Name of conveying party(ies):
Minacs Group Inc.

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

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

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

Name: The Minacs Group Inc.
Internal Address: n/a
Street Address: 915 Sandy Beach Road
City: Pickering State ON ZIP _____

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: _____

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

A. Trademark Application No.(s)
1. 75/318,793
2. 75/318,745

Additional numbers attached? Yes No

B. Trademark registration No.(s) n/a

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

Name: George A. Rolston
Internal Address: _____
Street Address: Messrs. Miller Thomson
20 Queen Street West, Suite 2500
City: Toronto State: ON ZIP M5H 3S1

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41):.....\$ 65.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: n/a
(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.

George A. Rolston August 3, 2000
Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 6

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503

08-11-2000
U.S. Patent & TMO/TM Mail Rcpt. Dt. #4

09/15/2000 JUALAH2 000001367531A793

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25.00 DP

01 FC:481
02 FC:482

Schedule "A"

File No.: 4135U201/26091-1

Minacs - United States Trade-marks

TRADE-MARK	Application No.	Date	Name of Owner
Minacs Intellicom Inc.	75-318793 Pending	7/2/97	Minacs Group Inc.
Minacs Procom Inc.	75-318745 Pending	7/2/97	Minacs Group Inc.

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**IN THE UNITED STATES PATENT AND TRADE MARK OFFICE
PRINCIPAL REGISTER**

File No.: 4135U201/26091-1

TRADE MARKS : See Attached Schedule "A"

**The Assistant Secretary
And Commissioner Of
Patents And Trade-marks
The Patent Office
Washington, D.C. 20231**



08-11-2000

U.S. Patent & TMOfo/TM Mail Rcpt. Dt. #40

Dear Sir:

**RE: APPLICATION FOR AMENDMENT OF A REGISTRATION
OTHERWISE THAN TO EXTEND THE STATEMENT OF WARES OR SERVICES**

The undersigned, **THE MINACS GROUP INC.** the owner of the trade-marks identified in the attached Schedule "A" hereby applies, in accordance with the *Trade-Marks Act*, to have the following amendment made to the register in respect of such trade-marks.

Change name of owner:

From: MINACS GROUP INC.
To: THE MINACS GROUP INC.

Documents in Support:

Articles of Amalgamation No. 115133 of The Minacs Group Inc. dated May 1, 1996

Statutory Fee: 2 registrations 1 X \$40.00 and 1 X \$25.00 = \$65.00 US

Executed at Toronto, ON

this 12 day of July, 2000.

THE MINACS GROUP INC.

Per:

**GEORGE A ROLSTON
BARRISTER AND SOLICITOR
PATENT AND TRADE-MARK AGENT
(416) 595-8589**

**MILLER THOMSON LLP
20 QUEEN STREET WEST
PO BOX 27, SUITE 2700
TORONTO, ON M5H 3S1**

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Schedule "A"

File No.: 4135U201/26091-1

Minacs - United States Trade-marks

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dp 8-27-2000 - 7-4-2000



Ministry of
 Consumer and
 Commercial
 Relations
CERTIFICATE
 Certifie que les présents
 statuts ont effetive on

Ministère de
 la Consommation
 et du Commerce
CERTIFICAT
 Certifie que les présents
 statuts entrent en vigueur le
MAY 1 1996

Ontario Corporation Number
 Numéro de la compagnie en Ontario

1151338

on **MAY 1 1996**

Trans Code A	Line No 0	Stat 0	Comp Type A	Method Incorp 3	Share S
18	20	28	28	30	31

12 Notice Req'd

N	Jurisdiction ONTARIO	A
32	33	37

Carl D. Ilin
 Director / Directeur
 Business Corporations Act / Loi sur les compagnies

**ARTICLES OF AMALGAMATION
 STATUTS DE FUSION**

1. The name of the amalgamated corporation is: **Dénomination sociale de la compagnie issue de la fusion:**

THE MINACS GROUP INC.

2. The address of the registered office is: **Adresse du siège social:**

915 Sandy Beach Road

Street & Number or R.R. Number & if Multi-Office Building give Room No.
 (Rue et numéro ou numéro de la R.R. et, s'il s'agit d'un édifice à bureau, numéro du bureau)

Pickering, Ontario

(Name of Municipality or Post Office)
 (Nom de la municipalité ou du bureau de poste)

L 1 W 1 Z 5

(Postal Code)
 (Code postal)

Town of Pickering

(Name of Municipality, Geographic Township)
 (Nom de la municipalité, du canton)

in **Regional Municipality of Durham**

dans le/la

(County, District or Regional Municipality)
 (Comté, district, municipalité régionale)

3. Number (or minimum and maximum number) of directors is: **Nombre (ou nombres minimal et maximal) d'administrateurs:**
 a minimum of one (1) director and a maximum of five (5) directors.

4. The director(s) is/are.

Administrateur(s):

Resident Canadian State
 Yes or No
 Résident Canadien
 Oui/Non

First name, initials and last name
 Prénom, initiales et nom de famille

Residence address, giving Street & No. or R.R. No., Municipality and Postal Code
 Adresse personnelle, y compris la rue et le numéro, le numéro de la R.R., le nom de la municipalité et le code postal

ELAINE MINACS

**78 Connaught Street
 Oshawa, Ontario
 L1G 2H3**

Yes

Form 4
 Business Corporations Act
 Formule numéro 4
 Loi sur les compagnies

FEE PAID
 315
 AMOUNT
 Cpy 25/96
 DATE

5. A) The amalgamation agreement has been duly adopted by the shareholders of each of the amalgamating corporations as required by subsection 176 (4) of the Business Corporations Act on the date set out below.

A) Les actionnaires de chaque compagnie qui fusionne ont dûment adopté la convention de fusion conformément au paragraphe 176 (4) de la Loi sur les compagnies à la date mentionnée ci-dessous.

Check A or B Cocher A ou B

B) The amalgamation has been approved by the directors of each amalgamating corporation by a resolution as required by section 177 of the Business Corporations Act on the date set out below.
The articles of amalgamation in substance contain the provisions of the articles of incorporation of

B) Les administrateurs de chaque compagnie qui fusionne ont approuvé la fusion par voie de résolution conformément à l'article 177 de la Loi sur les compagnies à la date mentionnée ci-dessous. Les statuts de fusion reprennent essentiellement les dispositions des statuts constitutifs de

and are more particularly set out in these articles.

et sont énoncés textuellement aux présents statuts.

Names of amalgamating corporations Dénomination sociale des compagnies qui fusionnent	Ontario Corporation Number Numéro de la compagnie en Ontario	Date of Adoption/Approval Date d'adoption ou d'approbation
THE MINACS GROUP INC.	492881	April 24, 1996
MINACS CONSULTING GROUP, INC.	1111698	April 24, 1996
950251 ONTARIO LIMITED	950251	April 24, 1996
THE CUSTOMER CARE CENTRE INC.	1044933	April 24, 1996
MINACS MITCHELL BROOKS MARKETING & DESIGN INC.	1008884	April 24, 1996

6. Restrictions, if any, on business the corporation may carry on or on powers the corporation exercise. Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la compagnie.

None.

7. The classes and any maximum number of shares that the corporation is authorized to issue: Catégories et nombre maximal, s'il y a lieu, d'actions que la compagnie est autorisée à émettre:

- (a) Common Shares, of which an unlimited number may be issued.
- (b) Class "A" Special Shares, of which 1,495,000 may be issued.
- (c) Class "B" Special Shares, of which 251,619 may be issued.