

10-02-2000

FORM PTO-1618A

Expires 06/30/99
OMB 0651-0027



Commerce
Office

101477123

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

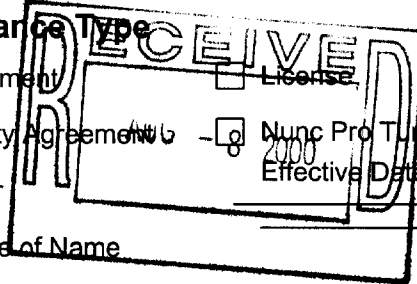
Submission Type

8-8-00

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

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



Conveying Party

Mark if additional names of conveying parties attached

Execution Date:

Name: Marshall & Swift

6-30-95

Formerly: _____

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other: _____
- Citizenship / State of Incorporation / Organization: CA

Receiving Party

Mark if additional names of conveying parties attached

Name: Marshall & Swift, L.P.

DBA/AK/A/T/A: _____

Composed of: _____

Address (line 1): 911 Wilshire Boulevard

Address (line 2): 16th Floor

Address (line 3): Los Angeles

CA

90017

City

State / Country

Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other: _____
- Citizenship / State of Incorporation / Organization: CA

If document is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached.

10/02/2000 MTHA11 0000048 012510 1932680

FOR OFFICE USE ONLY

01 FC:481 40.00 CH
02 FC:482 50.00 CH

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, DC. 20231

TRADEMARK
REEL: 002150 FRAME: 0883

Domestic Representative (for the first Receiving Party Only)

Name: _____

Address (line 1): _____

Address (line 2): _____

Address (line 3): _____

Address (line 4): _____

Correspondent Name and Address (for the first Receiving Party Only)Name: Syreeta AndersonAddress (line 1): ARNOLD & PORTERAddress (line 2): 555 12th Street N.W.Address (line 3): Suite 1226.4Address (line 4): Washington, DC 20004-1202**Pages**Enter the total number of pages of the attached
conveyance document including any attachments:3**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)**1932680
1923402
1886573**Number of Properties**

Enter the total number of properties involved:

3**Fee Amount**Fee Amount for Properties Listed (37 C.F.R.
3.41)\$90.00

Method of Payment

Enclosed

Deposit Account

Deposit Account Number: 01-2510Authorization 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.

Sherrese Smith, Esq.

Name of Person Signing

Sherrese Smith

Signature

8-4-00

Date Signed

State of California



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

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

JUL 25 2000



Bill Jones

Secretary of State



State of California

Secretary of State

Form LP-2

AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP

IMPORTANT—Read instructions on back before completing this form

This Certificate is presented for filing pursuant to Section 15622, California Corporations Code.

1 SECRETARY OF STATE FILE NO (ORIGINAL CERTIFICATE—FORM LP-1) 8602900033		2 NAME OF LIMITED PARTNERSHIP Marshall and Swift, a California limited partnership	
3. THE CERTIFICATE OF LIMITED PARTNERSHIP IS AMENDED AS FOLLOWS. COMPLETE APPROPRIATE SUB-SECTION(S) CONTINUE ON SECOND PAGE, IF NECESSARY)			
A. THE LIMITED PARTNERSHIP NAME IS CHANGED TO: Marshall & Swift, L.P.			
B. PRINCIPAL EXECUTIVE OFFICE ADDRESS CHANGE: ADDRESS: CITY: STATE: ZIP CODE:		E. GENERAL PARTNER NAME CHANGE: OLD NAME: NEW NAME:	
C. CALIFORNIA OFFICE ADDRESS CHANGE: ADDRESS: CITY: STATE: CA ZIP CODE:		F. GENERAL PARTNER(S) WITHDRAWN: NAME: Joseph W. Marshall NAME: Frank C. Swift	
D. GENERAL PARTNER ADDRESS CHANGE: NAME: ADDRESS: CITY: STATE: ZIP CODE:		G. GENERAL PARTNER ADDED: NAME: ADDRESS: 911 Wilshire Blvd., 16th Floor CITY: Los Angeles STATE: CA ZIP CODE: 90017	
H. PERSON(S) WINDING UP AFFAIRS OF LIMITED PARTNERSHIP: NAME: ADDRESS: CITY: STATE: ZIP CODE:		I. INFORMATION CONCERNING THE AGENT FOR SERVICE OF PROCESS HAS BEEN CHANGED TO: NAME: Gregory C. Fant ADDRESS: 520 S. Grand Avenue, 8th Floor CITY: Los Angeles STATE: CA ZIP CODE: 90071	
J. THE NUMBER OF GENERAL PARTNERS REQUIRED TO ACKNOWLEDGE AND FILE CERTIFICATES OF AMENDMENT, RESTATEMENT, DISSOLUTION, CONTINUATION, CANCELLATION AND MERGER IS CHANGED TO: <div style="border: 1px solid black; width: 30px; height: 30px; text-align: center; margin: 0 auto;">1</div> (PLEASE INDICATE NUMBER ONLY)		K. OTHER MATTERS TO BE INCLUDED IN THE CERTIFICATE OF LIMITED PARTNERSHIP ARE AMENDED AS INDICATED ON THE ATTACHED PAGE(S). NUMBER OF PAGES ATTACHED: <div style="border: 1px solid black; width: 30px; height: 30px; text-align: center; margin: 0 auto;">1</div>	

4. IT IS HEREBY DECLARED THAT I AM (WE ARE) THE PERSON(S) WHO EXECUTED THIS AMENDMENT TO THE IDENTIFIED CERTIFICATE OF LIMITED PARTNERSHIP, WHICH EXECUTION IS MY (OUR) ACT AND DEED. (SEE INSTRUCTIONS)

Marshall & Swift, Inc.

By: Robert E. Dowdell
 SIGNATURE Robert Dowdell 5-1-95 SIGNATURE
 Chief Executive Officer
 POSITION OR TITLE DATE POSITION OR TITLE DATE

SIGNATURE SIGNATURE
 POSITION OR TITLE DATE POSITION OR TITLE DATE

5. RETURN ACKNOWLEDGMENT TO:

NAME [Gregory C. Fant, Esq.]
 ADDRESS [Quinn, Kully and Morrow]
 CITY [520 S. Grand Ave., 8th Floor]
 STATE [Los Angeles, CA] ZIP CODE [90071]

THIS SPACE FOR FILING OFFICER USE

86 029 00033.

FILED
 in the office of the Secretary of State
 of the State of California

JUN 3 0 1995

Bill Jones
 BILL JONES, Secretary of State

Marshall & Swift, a California limited partnership
File No. 8602900033

The limited partnership elects to be governed by the provisions of the California Revised Limited Partnership Act, being Chapter 3 of Title 2 of the Corporations Code of the State of California, Sections 15611 et seq.



8602900033