

11-17-2000

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



101519903

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

**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**

10-16-00

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

Effective Date  
Month Day Year

Change of Name

Other

**Conveying Party**

Mark if additional names of conveying parties attached

Execution Date

Month Day Year

**Name**

TopHosts International.Com Limited

**Formerly**

Individual

Other

Citizenship/State of Incorporation/Organization

General Partnership

Limited Partnership

Corporation

Association

**Receiving Party**

Mark if additional names of receiving parties attached

**Name**

Verticalscope Inc.

**DBA/AKA/TA**

**Composed of**

**Address (line 1)**

225 Richmond Street West, Suite 200

**Address (line 2)**

**Address (line 3)**

Toronto

Ontario, Canada

M5V 1W2

City

State/County

Zip Code

Individual

Corporation

Other

Citizenship/State of Incorporation/Organization

General Partnership

Limited Partnership

Association

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 form Assignment.)

FOR OFFICE USE ONLY

**TRADEMARK**

**REEL: 002177 FRAME: 0798**

**Domestic Representative Name and Address**

Enter for the first Receiving Party Only.

Name	Registered Agent, Ltd.
Address (line 1)	2345 Grand Boulevard, Suite 2800
Address (line 2)	Kansas City, Missouri 64108-2612
Address (line 3)	
Address (line 4)	

**Correspondent Name and Address**

Area Code and Telephone Number	816-292-2000
Name	William A. Rudy
Address (line 1)	LATHROP & GAGE L.C.
Address (line 2)	2345 Grand Boulevard, Suite 2800
Address (line 3)	Kansas City, Missouri 64108-2612
Address (line 4)	

Pages Enter the total number of pages of the attached conveyance document including any attachments. # 4

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)		
76/073,592					

Number of Properties Enter the total number of properties involved. # 1

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 40.00

Method of Payment Enclosed  Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)

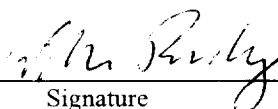
Deposit Account Number: # 12-0600

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.

William A. Rudy  
Name of Person Signing

  
Signature

10/12/00  
Date Signed

**TRADEMARK**



Industry Canada

Industrie Canada

**Certificate  
of Continuance**

**Canada Business  
Corporations Act**

**Certificat  
de prorogation**

**Loi canadienne sur  
les sociétés par actions**

**VERTICALSCOPE INC.**

**380847-5**

\_\_\_\_\_  
Name of corporation-Dénomination de la société

\_\_\_\_\_  
Corporation number-Numéro de la société

I hereby certify that the above-named corporation was continued under section 187 of the *Canada Business Corporations Act*, as set out in the attached articles of continuance.

Je certifie que la société susmentionnée a été prorogée en vertu de l'article 187 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses de prorogation ci-jointes.

Director - Directeur

September 8, 2000 / le 8 septembre 2000

Date of Continuance - Date de la prorogation

**Canada**

OCT. 2, 2000 1:13PM

NO. 6448 P. 4

Industry Canada Industrie Canada  
Canada Business Corporations Act Loi canadienne sur les sociétés par actions

FORM 11  
ARTICLES OF CONTINUANCE  
(SECTION 187)

FORMULE 11  
CLAUSES DE PROROGATION  
(ARTICLE 187)

1 -- Name of corporation Dénomination de la société

**VERTICALSCOPE INC.**

2 -- The place in Canada where the registered office is to be situated Lieu au Canada où doit être situé le siège social

**City of Toronto, Province of Ontario**

3 -- The classes and any maximum number of shares that the corporation is authorized to issue Catégories et tout nombre maximal d'actions que la société est autorisée à émettre

**The Corporation is authorized to issue an unlimited number of shares of one class designated as Class A Common Shares.**

4 -- Restrictions, if any, on share transfers Restrictions sur le transfert des actions, s'il y a lieu

**Schedule 1 annexed hereto is incorporated into this form.**

5 -- Number (or minimum and maximum number) of directors Nombre (ou nombre minimal et maximal) d'administrateurs

**Minimum of 1, Maximum of 10**

6 -- Restrictions, if any, on business the corporation may carry on Limites imposées à l'activité commerciale de la société, s'il y a lieu

**None**

7 -- (1) If change of name effected, previous name (1) S'il y a changement de dénomination, dénomination antérieure

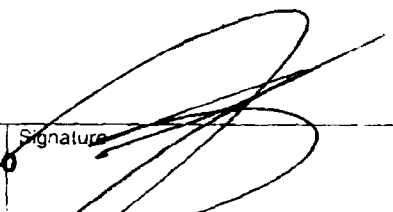
**TOP HOSTS INTERNATIONAL.COM LTD.**

(2) Details of incorporation (2) Détails de la constitution

**Incorporated under The Business Corporations Act (Saskatchewan) on July 5, 1999.**

8 -- Other provisions, if any Autres dispositions, s'il y a lieu

**Schedule 2 annexed hereto is incorporated into this form.**

Date **Sept 6, 2000** Signature  Title -- Titre **Secretary-Treasurer**

FOR DEPARTMENTAL USE ONLY -- À L'USAGE DU MINISTÈRE SEULEMENT Corporation No. -- N° de la société **380847-5** Filed -- Déposée **SEP. 18 2000**

IC 3247 (01-95)

**TRADEMARK  
REEL: 002177 FRAME: 0801**

SCHEDULE 1

RESTRICTIONS ON SHARE TRANSFERS

No share or shares in the capital of the Corporation shall be transferred without the consent of either (a) a majority of the directors of the Corporation expressed by a resolution passed at a meeting of the board of directors or by an instrument or instruments in writing signed by a majority of the directors, or (b) the holders of at least 51% of the outstanding common shares of the Corporation expressed by a resolution passed at a meeting of such shareholders or by an instrument or instruments in writing signed by the holders of at least 51% of the outstanding common shares of the Corporation.

SCHEDULE 2

OTHER PROVISIONS

Limitation on Number of Shareholders

The number of shareholders of the Corporation, exclusive of persons who are in its employment and exclusive of persons who, having been formerly in the employment of the Corporation, were, while in that employment, and have continued after the termination of that employment to be, shareholders of the Corporation, is limited to 50, two or more persons who are the joint registered owners of one or more shares being counted as one shareholder.

No Public Distribution

Any invitation to the public to subscribe for securities of the Corporation is prohibited.

Authorization to Appoint Additional Directors

The directors may, within the maximum number permitted by the articles, appoint one or more directors, who shall hold office for a term expiring not later than the close of the next annual meeting of the shareholders, but the total number of directors so appointed may not exceed one-third of the number of directors elected at the previous annual meeting of shareholders.