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FORM PTO-1618A
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OMB 0651-0027



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

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- New
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Document ID #
- Correction of PTO Error
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Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
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

Formerly

2620790

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

Receiving Party

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Name

DBA/AKA/TA

Composed of

Address (line 1)

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- Individual General Partnership Limited Partnership 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 from Assignment.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

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01 FC:481 40.00 OP
02 FC:482 75.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:
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Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

212-468-4800

Name

Richard S. Eisert, Esq.

Address (line 1)

DAVIS & GILBERT LLP

Address (line 2)

1740 Broadway

Address (line 3)

New York, NY 10019

Address (line 4)

Pages

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

#

7

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)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

2020780	2402715	<input type="text"/>
2084016	<input type="text"/>	<input type="text"/>
2136764	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

4

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

115.00

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:

#

Yes

No

Authorization to charge additional fees:

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.

Richard S. Eisert, Esq.

Name of Person Signing

Signature

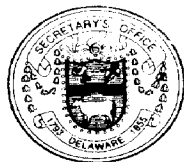
11/30/01

Date Signed

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "TARGETED MARKETING SOLUTIONS, INC.", CHANGING ITS NAME FROM "TARGETED MARKETING SOLUTIONS, INC." TO "IMAGITAS, INC.", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF JUNE, A.D. 2000, AT 12:30 O'CLOCK P.M.



2295426 8100

010038973

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 0933857

DATE: 01-24-01

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CERTIFICATE OF AMENDMENT

OF

AMENDED AND RESTATED CERTIFICATE OF INCORPORATION

OF

TARGETED MARKETING SOLUTIONS, INC.

TARGETED MARKETING SOLUTIONS, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), DOES HEREBY CERTIFY THAT:

FIRST: That the Board of Directors of the Corporation has duly adopted a resolution, pursuant to Section 141 and 242 of the General Corporation Law of the State of Delaware, proposing and declaring advisable the following amendment to Article I of the Amended and Restated Certificate of Incorporation of the Corporation:

RESOLVED: that the Amended and Restated Certificate of Incorporation of this Corporation (the "Charter") be amended by a Certificate of Amendment (the "Certificate") so that Article I of the Charter reads as follows in its entirety:

"FIRST: The name of the Corporation is Imagitas, Inc. (the "Corporation")."

SECOND: That in lieu of a special meeting and vote of the stockholders of the Corporation, that stockholders representing a majority of the outstanding stock of the Corporation entitled to vote thereon have given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Section 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by Brett H. Matthews, its Chairman of the Board and Chief Executive Officer this 12th day of June, 2000.

TARGETED MARKETING SOLUTIONS, INC.

By: 

Name: Brett H. Matthews
Title: Chairman of the Board and
Chief Executive Officer

Schedule

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
PARENTSOURCE	2,020,780	12/03/96
CABLEADS	2,084,016	07/29/97
1-800-NU-CABLE	2,136,764	02/17/98
IMAGITAS	2,402,715	11/07/00