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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

FORM PTO-1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Word, Incorporated

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

2. Name and address of receiving party(ies)

Worthy, Incorporated
P.O. Box 141000, Nashville, TN 37214

Additional name(s) & address(es) attached? No

3. Nature of conveyance:

Change of Name

Execution Date: December 31, 1996

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

A. Trademark Application No.(s): B. Trademark No.(s): 1,971,265
Additional numbers attached? Yes No

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

Name: WADDEY & PATTERSON
BANK OF AMERICA PLAZA SUITE 2020
414 UNION STREET
NASHVILLE, TN 37219

Customer No. 23456

6. Total number of applications and trademarks involved: 1

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

The fee is enclosed

8. Deposit account number: 23-0035

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

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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.

Edward D. Lanquist, Jr.

Name of Person Signing

Signature

2/1/01
Date

Total number of pages including cover sheet, attachments, and document: 5

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

TRADEMARK
REEL: 002237 FRAME: 0634

CERTIFICATE OF AMENDMENT
OF
WORD, INCORPORATED

Pursuant to Section 242 of the Delaware General Corporation Law, Word, Incorporated hereby adopts the following Certificate of Amendment to its Certificate of Incorporation:

1. Name. The name of the corporation is Word, Incorporated.

2. Amendment. The following amendment to the Certificate of Incorporation was adopted by the Board of Directors and the sole shareholder of the Corporation as of December 31, 1996.


(a) Paragraph 1 of the Certificate of Incorporation is amended in its entirety to read as follows:

1. Name. The name of the Corporation is ~~Word, Incorporated~~.

3. Voting of Shares. The number of shares of common stock of the Corporation outstanding at the time of such adoption was ten; the number of common shares entitled to vote thereon was ten; and the holders of all of the shares outstanding and entitled to vote on said amendment have signed a consent in writing adopting said amendment as permitted by the Certificate of Incorporation and By-laws of the Corporation.

Adopted as of December 31, 1996.

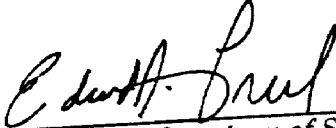
WORD, INCORPORATED

By: 
Stuart A. Heaton, Vice President
and Assistant Secretary

I, EDWARD J. FREEL, 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 "WORD, INCORPORATED", CHANGING ITS NAME FROM "WORD, INCORPORATED" TO "WORTHY, INCORPORATED", FILED IN THIS OFFICE ON THE SIXTH DAY OF JANUARY, A.D. 1997, AT 9 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.




Edward J. Freel, Secretary of State

AUTHENTICATION: 8272955

DATE: 01-06-97

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RECORDED: 02/05/2001

TRADEMARK
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