

02-21-2001



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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

- 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
- Change of Name
- Other

Effective Date
Month Day Year
10-01-00

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
10-01-00

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- 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

02/21/2001 HARMED1 00000036 1881995

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01 FC:481 40.00 DP
02 FC:482 100.00 DP

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Mail documents to be recorded with required cover sheet(s) information to:

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name E. Robert Goodkind

Address (line 1) Goodkind, Labaton, Rudoff & Sucharow LLP

Address (line 2) 100 Park Avenue

Address (line 3)

Address (line 4) New York, New York 10017-5563

Correspondent Name and Address

Area Code and Telephone Number 212-682-9640

Name Howard B. Barnaby, Esq.

Address (line 1) Robin, Blecker & Daley

Address (line 2) 330 Madison Avenue

Address (line 3)

Address (line 4) New York, New York 10017

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)

1881995	1899274	1903089
1881994	2084489	

Number of Properties

Enter the total number of properties involved. # 5

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$ 140

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: #

Authorization to charge additional fees: Yes No

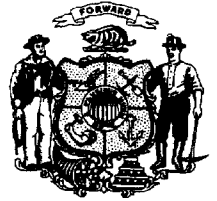
Statement and Signature

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.

Howard B. Barnaby
Name of Person Signing

Howard B. Barnaby
Signature

February 5, 2001
Date Signed



DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

I, RAY ALLEN, Administrator, Division of Corporate & Consumer Services, Department of Financial Institutions, do hereby certify that the annexed copy has been compared with the document on file in the Corporation Section of the Division of Corporate & Consumer Services of this department, and that the same is a true copy thereof; and that I am the legal custodian of said document, and that this certification is in due form.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department.

A handwritten signature in black ink, appearing to read 'Ray Allen'.

RAY ALLEN, Administrator
Division of Corporate & Consumer Services
Department of Financial Institutions

DATE: FEB -1 2001

BY: Patricia Weber

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.

RECEIVED DEPT OF
FINANCIAL INSTITUTIONS
STATE OF WISCONSIN

01 B031376

ARTICLES OF
AMENDMENT

98 OCT 7 P2: 13

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

BEACON HEALTH CORPORATION

These Articles of Amendment to the Articles of Incorporation of Beacon Health Corporation, a corporation organized under Chapter 180 of the Wisconsin Statutes, (the "Corporation") are executed by the President of the Corporation for the purpose of amending the Corporation's Articles of Incorporation.

1. The name of the Corporation is Beacon Health Corporation.
2. The following amendment to the Corporation's Articles of Incorporation was adopted by the shareholders of the Corporation on October 1st, 1998, in accordance with section 180.1003 of the Wisconsin Statutes:

Article 1 of the Articles of Incorporation is hereby amended to read in its entirety as follows:


The name of the Corporation is Beacon Resource Group, Inc.

OK JA

3. The amendment does not provide for an exchange, reclassification, or cancellation of issued shares.

Dated as of the 1st day of October, 1998.

BEACON HEALTH CORPORATION

By 
Diane J. Omdahl, President

This document was drafted by
and should be returned to:

Donald B. Rintelman
Whyte Hirschboeck Dudek SC
111 E Wisconsin Ave
Suite 2100
Milwaukee WI 53202

ACCT# 0000000723 CLASS CODE 310
TRX# 0000938744 \$40.00

TRADEMARK
REEL: 002238 FRAME: 0014

**ARTICLES OF
AMENDMENT**

- CHAP 180

- Changed Name

2000

#40.00
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