

MPD
3/19/01

76/000,872

TR



To the Hon. Commissioner of Patents & Tradem.

101670749

al documents or copy thereof.

1. Name of conveying party(ies):

ROBERT BEIN, WILLIAM FROST & ASSOCIATES

- Individual(s)
- General Partnership
- Corporation-State California
- Other _____
- Association
- Limited Partnership

Additional name of conveying party attached? Yes No

2. Name and address of receiving party(ies)

Name RBF Consulting

Internal Address: _____

Street Address: 14725 Alton Parkway

City: Irvine State CA ZIP 92618-2027

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation - State California
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from Assignment)
Additional name(s) and address(es) attached? Yes No

3.

Nature of conveyance:

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

Execution Date: January 17, 2000

4. Application number(s) or registration numbers:

A. Trademark Application No.(s)

B. Trademark No.(s)

76/000,872

Additional numbers attached? Yes No

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

Oppenheimer Wolff & Donnelly LLP
500 Newport Center Drive, Suite 700
Newport Beach, California 92660

Attn: Louis C. Cullman

6. Total number of applications and patents involved: 1

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

Enclosed

Authorized to be charged to deposit account

8. Deposit Account number:

16-2230

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

04 05/2001 DBYRNE 00000116 76000872

01 FL:481

40.00 DP

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.

Louis C. Cullman

Name of Person Signing

Signature

March 15, 2001

Date

Total number of pages including cover sheet, attachments, and document: 3



SECRETARY OF STATE

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

That the attached transcript of 1 page(s) has been compared with the record on file in this office, 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

MAR 1 8 2000



Bill Jones

Secretary of State

ENDORSED - FILED
IN THE OFFICE OF THE
SECRETARY OF STATE
OF THE STATE OF CALIFORNIA

MAR 14 2000

GILL JONES, SECRETARY OF STATE

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
ROBERT BEIN, WILLIAM FROST & ASSOCIATES,
A CALIFORNIA CORPORATION

S. ROBERT KALLENBAUGH and J. ROBERT CRAWFORD certify that:

- 1. They are the President and the Secretary, respectively, of Robert Bein, William Frost & Associates, a California corporation (the "Corporation").
- 2. Article I of the Articles of Incorporation of this Corporation is amended to read as follows:

"I.

The name of this corporation is:

RBF Consulting"

- 3. The foregoing amendment of Articles of Incorporation has been duly approved by the board of directors.
- 4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the California Corporations Code. The total number of outstanding shares of the Corporation is 524,097. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: January 17, 2000

S. Robert Kallenbaugh

 S. ROBERT KALLENBAUGH, President

J. Robert Crawford

 J. ROBERT CRAWFORD, Secretary



OF 9985 2 11 17 2000
TRADEMARK