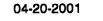


04-27-2001





U.S. Patent & TMOfc/TM Mail Ropt Dt. #11

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T/1074-302 & T/1074-293

TRADEMARKS RECOR	DATION COVER SHEET
To the Assistant Commissioner of Patents and Trademarks:	Please record the attached original document or copy thereof.
Name of conveying party(ies):	2. Name and Address of receiving party(ies):
VPI HOLDINGS INC. 4.7001	X. EYE INC. 144 Front Street West, Suite 750 Toronto, Canada M5J 2L7, Canada
Type of Entity: Corporation of Province of Ontario	Type of Entity: Corporation of Province of Ontario
Additional names(s) of conveying party(ies) attached? <no></no>	If assignee is not domiciled in the United States, a domestic representative designation is attached:
	Additional name(s) & address(es) attached? <no></no>
3. Nature of Conveyance:	
Articles of Amendment and Change of Name	
Execution Date: October 31, 2000	
4.A. Trademark Application No(s):	B. Trademark Registration No.(s)
75/484,665	2,315,312
Additional number 5. Name and address of party to whom	s attached? No 6. Total number of documents involved: 1
correspondence concerning document should be mailed:	o. Total number of documents involved.
OSTROLENK, FABER, GERB & SOFFEN, LLP	7. Total fee (37 CFR 3.41): \$ 65.00
1180 Avenue of the Americas New York, New York 10036-8403	Enclosed as part of Check No.
	In the event the actual fee is greater than the payment submitted or is inadvertently not enclosed or if any additional fee due is not paid, the Patent and Trademark Office is authorized to charge the underpayment to Deposit Account No. 15-0700.
DO NOT US	E THIS SPACE
8. To the best of my knowledge and belief, the foregoin copy is a true copy of the original document. Robert C. Faber Name of Person Signing	ng information is true and correct and any attached April 17, 2001 Signature Date
Total number of pages inc	cluding cover sheet, attachments, and document: 4

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TRADEMARK REEL: 002281 FRAME: 0061

CANADA)	To all whom these Presents
Province of Ontario)	may come, be seen or known
To Wit)	

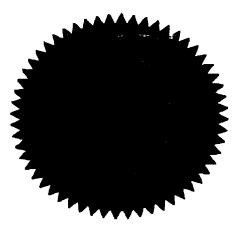
J, Tyler McNamee

a Notary Public, in and for the Province of Ontario, by Royal Authority duly appointed, residing at the City of Toronto, in the said Province,

Do Certify and Attest that the paper-writing hereto annexed is a true copy of a document produced and shown to me and purporting to be Certificate and Articles of Amendment of X.eye Inc. dated October 19, 2000, the said copy having been compared by me with the said original document, an act whereof being requested I have granted under my Notarial Form and Seal of Office to serve and avail as occasion shall or may require.

In Testimony Whereof I have hereto subscribed my name and affixed my Notarial Seal of Office at Toronto, Ontario,

this 3 day of Ochow 2000.



A Notary Public in and for the Province of Ontario.

TRADEMARK
REEL: 002281 FRAME: 0062

٦.

For Ministry Use Unly À l'usage exclusif du ministère

Attributy of Chiario Commercial Relations CERTIFICATE

This is to certify that these articles are effective on

Miniatère de Congumer and

la Consommation el du Commerce

CERTIFICAT

Caci certifie que les présents status entrent en vigueur le

OCTOBRE, 2000 OCTOBER 19

Director / Directrice
Chainess Corporations Act / Loi aur les sociétés par actions

1438276

Cittorio Corporation Number

Vumero de la societe en Origno

Form 3 Business Corporations Act

Formula 3 Loi sur les sociétés par actions

ARTIC	LES	OF A	AME	NDM	ENT
STATU	TS D	E M	ODIF	ICA	TION

1. The name of the corporation is:

Dénomination sociale de la société:

V	P	I	H	0	L	D	I	N	G	S	I	N	U	,							

2. The name of the corporation is changed to (if applicable):

Nouvelle dénomination sociale de la société(s'il y a lieu):

X	Ŀ	E	Y	E	I	N	С											
Г		П																

3. Date of incorporation/amalgamation:

Date de la constitution ou de la fusion:

2000, 09, 07

(Year, Month, Day) (année, mois, jour)

4. The articles of the corporation are amended as follows:

Les statuts de la société sont modifiés de la façon suivante:

The Certificate and Articles of the Corporation are amended to change the name of the Corporation from VPI Holdings Inc. to X.eye Inc.

OSG 01/2000

TRADEMARK REEL: 002281 FRAME: 0063

5.	The amendment has been duly authorized as required	La modification a été dûment autorisée conformément aux
	by Sections 168 & 170 (as applicable) of the Business	articles 168 et 170 (selon le cas) de la Loi sur les sociétés
	Corporations Act.	par actions.

6.	The	resolution	authorizing	the ame	ndmen	t was	Le	s actionn	aires	ou les ad	minis	strateurs (s	elon le cas)	de
	appro	oved by the	shareholde	rs/directors	(as a	pplica-	la	société	ont	approuvé	la	résolution	autorisant	la
	ble) c	of the corpora	mç	dification	ı le									

2000, 09, 08

(Year, Month, Day) (année, mois, jour)

These articles are signed in duplicate.

Les présents statuts sont signés en double exemplaire.

VPI Holdings Inc.

(Name of Corporation) (Dénomination sociale de la société)

RECORDED: 04/20/2001

(Signature)

Vice-President

(Description of Office)
(Fonction)

DSG 01/2000

TRADEMARK

REEL: 002281 FRAME: 0064