

05-30-2001

5/21/01



101736842

To the Hon. Commissioner of Patents & Trademarks: Please receive the enclosed original documents or copy thereof.

1. Name of conveying party(ies):
 Robert Bein, William Frost & Associates

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

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 92618-2069

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 Merger
 Security Agreement Change of Name
 Other _____

Execution Date: March 14, 2000

4. Application number(s) or registration numbers:

A. Trademark Application No.(s)
75/868441 filed 12/10/99

B. Trademark No.(s)

Additional numbers attached? Yes No

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

Oppenheimer Wolff & Donnelly LLP
 840 Newport Center Drive, Suite 700
 Newport Beach, CA 92660

Attn: Louis C. Cullman

05-21-2001
 U.S. Patent & TMO/TM Mail Rpt Dt. #34

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)

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 May 21, 2001
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 2

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#423965

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF

ROBERT BEIN, WILLIAM FROST & ASSOCIATES,
A CALIFORNIA CORPORATION

FILED 31
In the office of the Secretary of State
of the State of California

MAR 14 2000

Bill Jones
BILL JONES, Secretary of State

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



OC: 99913 v01 01/11/2000