

07-26-2001

TRADEMARK

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Our Ref: 46411-0992

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

7-190)

- 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 _____
- Execution Date
Month Day Year
February 15, 2001
- Effective Date
Month Day Year
March 1, 2001

Conveying Party

___ Mark if additional names of conveying parties attached

Name UDV North America, Inc.

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____

Citizenship/State of Incorporation/Organization Connecticut

Receiving Party

___ Mark if additional names of receiving parties attached

Name Guinness UDV North America, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 6 Landmark Square

Address (line 2) Stamford, Connecticut 06901

Address (line 3) _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____

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.

Citizenship/State of Incorporation/Organization Connecticut

07/25/2001 LWELLER 00000160 76099833

FOR OFFICE USE ONLY

01 FC:481 40.00 DP
02 FC:482 75.00 DP

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 200231

TRADEMARK
REEL: 002334 FRAME: 0084

OMB 0651-0027

Domestic Representative Name and Address Enter for the first Receiving Party only.

Name _____

Address (line 1) _____

Address (line 2) _____

Address (line 3) _____

Address (line 4) _____

Correspondent Name and Address

Area Code and Telephone Number (202) 467-7795

Name MORGAN, LEWIS & BOCKIUS LLP

Address (line 1) Attn: TMSU

Address (line 2) 1800 M Street, N.W.

Address (line 3) Washington, DC 20036

Pages Enter the total number of pages of the attached conveyance document including any attachments.

1

Trademark Application Number(s) or Registration Number(s)

___ Mark if additional numbers are 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)

76/099,833
76/100,035
76/113,222

1,913,670

Number of Properties Enter the total number of properties involved. # 4

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 115.00

Method of Payment: Enclosed X

Deposit Account _____

Deposit Account

Deposit Account Number: 13-4520

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Authorization to charge additional fees: Yes X 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.

Barbara A. Friedman
Name of Person Signing

Barbara A. Friedman
Signature

July 19, 2001
Date Signed

FILED 02/16/2001 10:19 AM PAGE 0151
SECRETARY OF THE STATE
CONNECTICUT SECRETARY OF THE STATE

**CERTIFICATE AMENDING
THE
CERTIFICATE OF INCORPORATION
OF
UDV NORTH AMERICA, INC.**

The undersigned officer of UDV North America, Inc. a Connecticut corporation (the "Corporation"), hereby certifies that:

- (1) The name of the Corporation is UDV North America, Inc.
- (2) The Certificate of Incorporation of the Corporation is hereby amended in accordance with the following resolution:

RESOLVED, That effective March 1, 2001, the Article First of the Certificate of Incorporation of the Company be amended to read in its entirety as follows:

"The name of the Corporation (which is hereinafter referred to as the "Company") is Guinness UDV North America, Inc.

- (3) The resolution set forth above was approved by the sole shareholder of the Corporation pursuant to Section 33-698 of the Connecticut General Statutes on February 15, 2001. No shares are required to be voted as a class. The total number of shares entitled to vote on the amendment was as follows:

Total Number of Shares Voted: 1,000	Vote Favoring Adoption: 1,000
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- (4) The Board of Directors further approved the amendment to the Certificate of Incorporation pursuant to Section 33-749 of the Connecticut General Statutes on February 15, 2001 by passing the following resolution:

RESOLVED, That effective March 1, 2001, the Article First of the Certificate of Incorporation of the Corporation be amended to read in its entirety as follows:

"The name of the Corporation (which is hereinafter referred to as the "Company") is Guinness UDV North America, Inc.

- (5) Pursuant to the resolutions of amendment, this Certificate of Amendment shall become effective at 12:00 a.m. on March 1, 2001.

- (6) Dated this 15th Day of February 2001.

UDV NORTH AMERICA, INC.

By: *Mary J. Kramer*
Mary J. Kramer, Asst. Secretary