

11-27-2001

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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

11-16-01 Wilshire Real Estate Investment, Inc.

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

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other Amended Articles of Incorporation

Execution Date: 1/22/01

2. Name and address of receiving party(ies)

Name: Fog Cutter Capital Group Inc.

Internal Address:

Street Address: 1631 SW Columbia

City: Portland State: OR Zip: 97201

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Maryland 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) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

76/180457

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Benjamin H. Kaminash

Internal Address:

Ater Wynne LLP

Street Address: 222 SW Columbia

City: Portland State: OR Zip: 97201

6. Total number of applications and registrations involved: 1

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

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

01-2704

(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.

Marlene K. Elser

Name of Person Signing

Signature

Date November 15, 2001

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

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

11/26/2001 LUMELLER 00000168 012704 76180457

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**AMENDMENT TO THE  
ARTICLES OF INCORPORATION  
OF  
WILSHIRE REAL ESTATE INVESTMENT INC.**

(A Stock Corporation)

Wilshire Real Estate Investment Inc., a Maryland corporation (which is hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

**FIRST:** The text of the Articles of Incorporation of the Corporation is hereby amended as follows:

1.

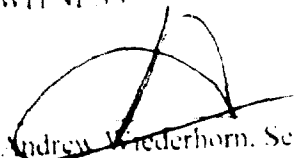
The name of the Corporation is: FOG CUTTER CAPITAL GROUP INC.


**SECOND:** The foregoing amendment to the Articles of Incorporation was approved by a majority of the entire Board of Directors of the Corporation and the amendment is limited to a change expressly authorized by Section 2-605 Maryland General Corporation Law to be made without action of the stockholders.

IN WITNESS WHEREOF, Wilshire Real Estate Investment Inc. has caused these presents to be signed in its name and on its behalf by its President and attested by its Secretary this 22 day of January, 2001.

WITNESS


WILSHIRE REAL ESTATE INVESTMENT INC

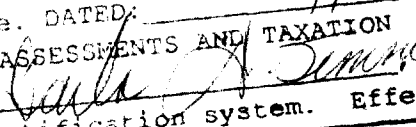
  
Andrew Wiederhorn, Secretary

By:  (SEAL)  
Lawrence A. Mendelsohn, President

THE UNDERSIGNED, the Secretary of the Corporation, hereby acknowledges in the name and on behalf of the Corporation the foregoing amendment to the Articles of Incorporation to be the corporate act of the Corporation and hereby certifies that to the best of his knowledge, information and belief the matters and facts set forth therein with respect to the authorization and approval thereof are true in all material respects under the penalties of perjury.

Dated: January 22, 2001

By:  (SEAL)  
Andrew A. Wiederhorn, Secretary

I hereby certify that this is a true and complete copy of the \_\_\_\_\_ page document on file in this office. DATED: 11-17-01.  
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION  
BY:  Custodian  
This stamp replaces our previous certification system. Effective: 6/95