

01-28-2002

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

Tab settings

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

1. Name of conveying party(ies): Hardware + Plus, Inc. 1-15-02 Nostalgic Warehouse, Inc.

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

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

2. Name and address of receiving party(ies) Name: The SteelWorks Corporation

Internal Address: Attn: GM

Street Address: 4661 Monaco

City: Denver State: CO Zip: 80216

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

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other

Execution Date: September 30, 2001

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2125983 2414641 2319427

Additional number(s) attached Yes No

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

Name: David Golden

Internal Address: VP-GM

Street Address: 4661 Monaco

City: Denver State: CO Zip: 80216

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41) \$ 90.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

(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.

DAVID C. GOLDEN Name of Person Signing

Signature

25 Dec 01 Date

Total number of pages including cover sheet, attachments, and document: 30

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

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**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
HARDWARE + PLUS, INC.**

**FILED**  
in the Office of the  
Secretary of State of Texas  
**APR 22 1997**  
Corporations Section

Pursuant to the provisions of Article 4.04 of the Texas Business Corporation Act, Hardware + Plus, Inc., a Texas corporation (the "Corporation"), adopts the following Articles of Amendment to its Articles of Incorporation.

**ARTICLE ONE**

The name of the Corporation is Hardware + Plus, Inc.

**ARTICLE TWO**

The following amendment to the Articles of Incorporation was adopted by the shareholders of the Corporation on April 15, 1997. The amendment changes Article 1 of the original Articles of Incorporation so that, as so amended, Article 1 shall read as follows:

The name of the Corporation is Nostalgic Warehouse, Inc.

**ARTICLE THREE**

The number of shares of the Corporation outstanding at the time of such adoption was 1,000; and the number of shares entitled to vote thereon was 1,000.

**ARTICLE FOUR**

The holders of all of the shares outstanding and entitled to vote on said amendment have signed a consent in writing pursuant to Article 9.10 adopting said amendment and any written notice required by Article 9.10 has been given or expressly waived.

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Dated: April 15, 1997

**HARDWARE + PLUS, INC.,**  
a Texas corporation

By: Andrea M. Ridout  
Andrea M. Ridout, President

J-464702.1

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