

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

U.S. Department of Commerce  
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):  
Brine Acquisition Corporation

Individual                       Association  
 General Partnership         Limited Partnership  
 Corporation  
 Other \_\_\_\_\_

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

2. Name and address of receiving party(ies):  
Name: Brine, Inc.

Internal Address: \_\_\_\_\_

Street Address: 47 Summer Street

City: Milford State: MA ZIP: 01757

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation - Massachusetts  
 Other \_\_\_\_\_

3. Nature of conveyance:

Assignment                       Merger  
 Security Agreement         Change of Name  
 Other \_\_\_\_\_

Execution Date: April 10, 2002

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): 78/030152, 78/880039, 78/028769, 78/030156, 78/040039, 78/046319, 78/052786, 78/052788, 78/052789, 78/052795, 78/054324 (continued on attached sheet)

B. Trademark Registration No(s): 1573600, 1581720, 1576564, 1177491, 1177475, 2141017, 2185261, 2210099, 2216873, 2241335, 2243875, 2250561, 2250560, 2250597, 2284393, 2293465, 2293464 (continued on attached sheet)

Additional numbers attached?  Yes  No

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

Name: Nora E. Field, Esq.

Internal Address: Foley Hoag & Eliot LLP

Street Address: One Post Office Square

City: Boston State: MA ZIP: 02109

6. Total number of applications and registrations involved: ..... 47

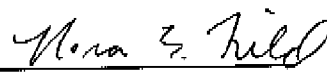
7. Total fee (37 CFR 3.41):.....\$1190  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
06-1446

(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.*

Nora E. Field, Esq.                                            April 26, 2002  
Name of Person Signing                      Signature                      Date

Total number of pages comprising cover sheet: ..... 2



**RECORDATION FORM COVER SHEET (continued)**

Page 2

Change of Name from Brine Acquisition Corporation to Brine, Inc.

**BOX 4.**

**Application number(s) or registration number(s):**

**A. Trademark Application No.(s):**

78/057916

78/065202

78/077129

76/296395

78/079620

78/085680

78/086120

**B. Trademark Registration Nos.:**

1108125

1241312

2027614

2423445

2425281

2425282

2425283

2455052

2468686

2473265

2474071

2534787

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FEDERAL IDENTIFICATION NO. \_\_\_\_\_

AACRS

## The Commonwealth of Massachusetts

William Francis Galvin  
Secretary of the Commonwealth  
One Ashburton Place, Boston, Massachusetts 02108-1512

### ARTICLES OF AMENDMENT (General Laws, Chapter 156B, Section 72)

Examiner

Name Approved

We, Carl L. Lueders, \*President / ~~XXXXXX President~~

and David A. Broadwin, ~~X~~Clerk / \*Assistant Clerk,

of Brine Acquisition Corporation  
(Exact name of corporation)

located at 22 Brewster Street, Newton, MA 02461  
(Street address of corporation in Massachusetts)

certify that these Articles of Amendment affecting articles numbered:

1  
(Number those articles 1, 2, 3, 4, 5 and/or 6 being amended)

of the Articles of Organization were duly adopted at a meeting held on April 9, 20 02, by vote of:

\_\_\_\_\_ shares of \_\_\_\_\_ of \_\_\_\_\_ shares outstanding.  
(type, class & series, if any)

\_\_\_\_\_ shares of \_\_\_\_\_ of \_\_\_\_\_ shares outstanding, and  
(type, class & series, if any)

\_\_\_\_\_ shares of \_\_\_\_\_ of \_\_\_\_\_ shares outstanding,  
(type, class & series, if any)

- C
- P
- M
- R.A.

1\*\*being at least a majority of each type, class or series outstanding and entitled to vote thereon; or 2\*\*being at least two-thirds of each type, class or series outstanding and entitled to vote thereon and of each type, class or series of stock whose rights are adversely affected thereby.

There are no shares issued. The Amendment to Article 3 was approved by written Consent of the Incorporator dated April 9, 2002 attached hereto.

\*Delete the inapplicable words. \*\*Delete the inapplicable clause.

<sup>1</sup> For amendments adopted pursuant to Chapter 156B, Section 70.

<sup>2</sup> For amendments adopted pursuant to Chapter 156B, Section 71.

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.

P.C.

To *change* the number of shares and the par value (if any) of any type, class or series of stock which the corporation is authorized to issue, fill in the following:

The total *presently* authorized is:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

*Change* the total authorized to:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 156B, Section 6 unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than thirty days after such filing, in which event the amendment will become effective on such later date.

Later effective date: \_\_\_\_\_

SIGNED UNDER THE PENALTIES OF PERJURY, this 10<sup>th</sup> day of April, 20 02

Carl J. Sweders, \*President / ~~Min. Resident~~

Dave Brown, ~~xxxx~~ \*Clerk / \*Assistant Clerk

\*Delete the inapplicable words.

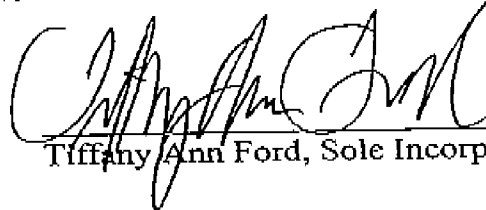
**BRINE ACQUISITION CORPORATION**  
**CONSENT OF INCORPORATOR**

April 9, 2002

The undersigned, being the sole Incorporator of Brine Acquisition Corporation, a Massachusetts corporation, to be renamed "Brine, Inc." (the "Company"), in accordance with the provisions of the Company's By-Laws, does hereby consent to the adoption of the following actions:

VOTED: That it is advisable and in the best interest of the Corporation that the Articles of Organization of the Corporation be amended by striking out the provision of Articles I thereof setting forth the name by which this Corporation shall be known and by substituting thereof the following:

*"The name by which this Corporation shall be known is: "Brine, Inc.""*

  
\_\_\_\_\_  
Tiffany Ann Ford, Sole Incorporator

BRINE, INC.

April 9, 2002

The Commonwealth of Massachusetts  
Secretary of State  
Division of Corporations  
One Ashburton Place  
Boston, MA 02108

Re: Brine, Inc.

Dear Sir/Madam:

Brine, Inc., a Corporation organized in the state of New Hampshire on November 27, 1985, hereby consents to the use of the name "Brine, Inc." by Brine Acquisition Corporation, a corporation incorporated in The Commonwealth of Massachusetts.

Sincerely,

BRINE, INC.

By: Thomas M. Pelletier, V.P. & CFO

Its: Vice. President & CFO



## THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT  
(General Laws, Chapter 156B, Section 72)

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I hereby approve the within Articles of Amendment and, the filing fee in the amount of \$ \_\_\_\_\_ having been paid, said articles are deemed to have been filed with me this \_\_\_\_\_ day of \_\_\_\_\_ 20 \_\_\_\_\_.

*Effective date:* \_\_\_\_\_

WILLIAM FRANCIS GALVIN  
*Secretary of the Commonwealth*

TO BE FILLED IN BY CORPORATION  
Photocopy of document to be sent to:

Tiffany Ford, Esq. \_\_\_\_\_

Foley, Hoag & Eliot LLP \_\_\_\_\_

One Post Office Square, Boston, MA 02109 \_\_\_\_\_

Telephone: 617-832-1000 \_\_\_\_\_

RECORDED: 04/26/2002

TRADEMARK  
REEL: 002454 FRAME: 0688