

05-09-2002



Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

Tab settings ⇨ ⇨ ⇨

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TRADEMARKS ONLY

COVER SHEET

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):

BUYandHOLD.com, Inc.

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

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

2. Name and address of receiving party(ies)

Name: BUYandHOLD, Inc.

Internal

Address:

Street Address: 375 Raritan Center Pkwy

City: Edison State: NJ Zip: 08837

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- 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
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 7/12/00

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

A. Trademark Application No.(s) 75/713,833; 75/919,338; 75/919,543

B. Trademark Registration No.(s) 2,371,573; 2,413,933; 2,415,515

Additional number(s) attached Yes No

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

Name: Lieberman & Nowak, LLP

Internal Address:

Street Address: 350 Fifth Avenue

74th Floor

City: New York State: NY Zip: 10118

6. Total number of applications and registrations involved: 13

7. Total fee (37 CFR 3.41) \$ 280.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Arthur M. Lieberman

Name of Person Signing

Signature

February 6, 2002

Date

Total number of pages including cover sheet, attachments, and document: 3

08/14/2002 JJALLAH2 00000002 75713833

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

01 FC:481
02 FC:482

40.00 OP
300.00 OP

TRADEMARK
REEL: 002462 FRAME: 0594

Recordation of Change of Name
BuyandHold.com, Inc. to
BuyandHold, Inc.
Continuation of Item 4

Registration Nos.

2,432,324
2,440,904
2,446,950
2,447,161
2,457,202
2,474,597
2,493,526

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
BUYandHOLD.COM, INC.**


It is hereby certified that:

1. The name of the corporation is BUYandHOLD.com, Inc. (the "Company").
2. The certificate of incorporation of the Company is hereby amended by deleting ARTICLE ONE thereof and substituting in lieu of said ARTICLE ONE the following new ARTICLE ONE:

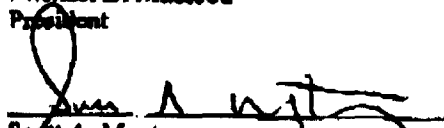
"ARTICLE ONE: The name of the corporation is BUYandHOLD, Inc."

3. The amendment of the certificate of incorporation of the Company herein certified was duly adopted pursuant to the provisions of Sections 222 and 242 of the General Corporation Law of the State of Delaware.
4. The effective date of this amendment shall be the date this Certificate is filed with the Secretary of State of Delaware.

In Witness Whereof, the Company has caused this Certificate of Amendment to be signed by its President and Secretary as of July 11th 2000.



Michael D. Macleod
President



Scott A. Mautner
Secretary