

04-11-2002

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



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

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

1. Name of conveying party(ies):

In a Lather, Inc.

3-29-02

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

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

2. Name and address of receiving party(ies)

Name: Primal Elements, Inc.

Internal Address: _____

Street Address: 12472 Edison Way
Garden
City: Grove State: CA Zip: 92841

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State California
- 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: January 7, 2000

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

A. Trademark Application No.(s)

75/909,547

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: Kit M. Stetina

Internal Address: _____

Street Address: 75 Enterprise, #250

Aliso

City: Viejo State: CA Zip: 92656

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: _____

(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.

Kit M. Stetina

Name of Person Signing

Signature

March 22, 2002

Date

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

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

04/10/2002 TDIAZ1 00000260 75909547

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ENDORSED - FILED
IN THE OFFICE OF THE
SECRETARY OF STATE
OF THE STATE OF CALIFORNIA

CERTIFICATE OF AMENDMENT

OF

FEB-3 2000

ARTICLES OF INCORPORATION

ALL JONES, SECRETARY OF STATE

SCOTT FREEMAN and FAITH E. FREEMAN certify:

1. That they are the President and Secretary, respectively,
of IN A LATHER, INC..

2. That at a Meeting of the Board of Directors of said
corporation duly held on January 7, 2000 at Garden Grove,
California, the following Resolution was adopted:

Article ONE is amended to read as follows:

"The name of this corporation is
PRIMAL ELEMENTS, INC."

3. That the foregoing Amendment of Articles of Incorporation
has been duly approved by the required vote of shareholders in
accordance with Section 902, California Corporations Code. The
total number of outstanding shares of the corporation is 10,000.
The number of shares voting in favor of the amendment equaled or
exceeded the vote required. The percentage vote required was more
than 50%.

We further declare under penalty of perjury under the laws of
the State of California that the matters set forth in this
Certificate are true and correct of our own knowledge.

DATED: January 7, 2000

[Handwritten Signature]

SCOTT FREEMAN, President

[Handwritten Signature]

FAITH E. FREEMAN, Secretary

