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3.25.02

To the
Please record the attached original documents or copy thereof.

102051282

marks:

1. Name of conveying party(ies):

GEOPAX, LTD.
4208 Six Forks Road
Raleigh, North Carolina 17609

Corporation - Delaware

Individual(s)

Limited Partnership

Other

Additional name(s) of conveying party(ies) attached?

Yes No

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

GEAMI, LTD.
200 Innovation Avenue, Suite 140
Morrisville, North Carolina 27560

Corporation - Delaware

Individual(s)

Limited Partnership

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 names(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment

Merger

Security Agreement

Change of Name

Other

Execution Date: January 11, 2000

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

A. Trademark Application No.(s)

75/870,860

B. Trademark registration No.(s):

Additional numbers attached? Yes No

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

Name: **Mark B. Harrison, Esq.**
Internal Address: **VENABLE**
Street Address: **1201 New York Ave, N.W.**
Suite 1000
Washington, D.C. 20005

6. Total number of applications involved: 1

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

Enclosed

If the check is not attached hereto or for an insufficient amount, authorized is granted to charge the deposit account below and notify us accordingly.

8. Deposit account number: **22-0261**

(Attach duplicate copy of this page if paying by deposit account)

04/10/2002 DBYRNE 00000278 75870860

01 FC:481

40.00 DP

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.

Mark B. Harrison, Esq.
Name of Person Signing

Signature

Date

3/25/02

Total number of pages comprising cover sheet:

31599-152845

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "GEOPAX, LTD.", CHANGING ITS NAME FROM "GEOPAX, LTD." TO "GEAMI, LTD.", FILED IN THIS OFFICE ON THE ELEVENTH DAY OF JANUARY, A.D. 2000, AT 2 O'CLOCK P.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2383977 8100

001018245

AUTHENTICATION: 0195892

DATE: 01-12-00

TRADEMARK
REEL: 002480 FRAME: 0505

**AMENDMENT TO
SECOND AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
GEOPAX, LTD.**

(Incorporated under the laws of the State of Delaware on April 19, 1994)

The undersigned officer of Geopax, Ltd. (the "Corporation").

DOES HEREBY CERTIFY:

FIRST. That the Board of Directors of the Corporation, acting by unanimous written consent of its members, a copy of which has been filed in the Minute Book of the Corporation, adopted a resolution proposed and declaring advisable to amend the Corporation's certificate of incorporation in the terms contained in the Amendment to the Second Amended and Restated Certificate of Incorporation attached hereto as Exhibit A.

SECOND. That in lieu of a meeting and vote of stockholders, the stockholders have given written consent to that amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware, and written notice of the adoption of the amendment has been given as provided in Section 228 of the General Corporation Law of the State of Delaware to every stockholder entitled to such notice.

THIRD. That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has executed this certificate on this 30th day of December, 1999.

/s/ Armando DeAndrade

Armando DeAndrade
President

IDC/27838/1/440390v2
01/11/00-HRT/SDH

FROM CORPORATION TRUST-DOVER, DE 302-674-8340 (WED) 1.12'00 13:14/ST.13:14/NO.4260103276 P 2

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REEL: 002480 FRAME: 0506

EXHIBIT A

**AMENDMENT TO THE SECOND AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
GEOPAX, LTD.**

RESOLVED, that the Amended And Restated Certificate Of Incorporation of Geopax, Ltd. be and hereby is amended as follows:

1. **ARTICLE FIRST** is amended by deleting the text thereof in its entirety, and inserting the following in its place and stead:

FIRST: The name of the Corporation is Gełmi, Ltd.

1495527/1/18/00-HERT/ACB
TDC/27838/1/440356v1

FROM CORPORATION TRUST-DOVER, DE 302-674-8340 (WED) 1.12'00 13:15/ST.13:14/NO.4260103276 P 3

RECORDED: 03/25/2002

**TRADEMARK
REEL: 002480 FRAME: 0507**