

07-17-2002



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

102158794 SHEET
TRADEMARKS ONLY

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):

Thomson Proxy Services Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other 7-11102

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

2. Name and address of receiving party(ies)

Name: Proxy Monitor Services Inc.

Internal

Address: _____

Street Address: 2099 Gaither Road

City Rockville State: MD Zip: 20850

- 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
- Merger
- Security Agreement
- Change of Name
- Other _____

Execution Date: August 20, 2001

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,216,516

2,218,981

Additional number(s) attached Yes No

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

Name: Kim A. Walker, Esq.

Internal Address: Willkie Farr & Gallagher

Street Address: 787 Seventh Avenue

City: New York State: NY Zip: 10019

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

23-2405

(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.

Kim A. Walker
Name of Person Signing

Kim A. Walker
Signature

July 11, 2002
Date

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

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

07/16/2002 6TON11 00000124 232405 2216516

01 FC:481 40.00 CH
02 FC:482 25.00 CH

TRADEMARK
REEL: 002544 FRAME: 0952

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, 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 "THOMSON PROXY SERVICES INC.", CHANGING ITS NAME FROM "THOMSON PROXY SERVICES INC." TO "PROXY MONITOR SERVICES INC.", FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF AUGUST, A.D. 2001, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2814658 8100

AUTHENTICATION: 1313341

010412355

DATE: 08-24-01

TRADEMARK
REEL: 002544 FRAME: 0953

**CERTIFICATE OF AMENDMENT
OF THE CERTIFICATE OF INCORPORATION
OF
THOMSON PROXY SERVICES INC.**

Pursuant to Title 8, Section 242 of the Delaware General Corporation Law, the undersigned corporation, THOMSON PROXY SERVICES INC., executed this Certificate of Amendment of the Certificate of Incorporation.

The undersigned corporation hereby certifies that it has duly adopted the following amendment to its Certificate of Incorporation:

FIRST: The name of the corporation is PROXY MONITOR SERVICES INC. (the "Corporation").

WHEREFORE, said corporation has caused this Certificate to be signed by an authorized officer, this 20th day of August, 2001.

THOMSON PROXY SERVICES INC.

By: 

James Heard, Chairman

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 08/21/2001
010412355 - 2814658