

08-15-2002

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

RE



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

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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): Travel Innovators, Inc. 8/13/02
Individual(s) Association
General Partnership Limited Partnership
Corporation-State
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Broadcast Travel Incentives, Inc
Internal Address: Suite 205
Street Address: 10122 River Rd.
City: Potomac State: MD Zip: 20854
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State Maryland
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: 01/14/2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s) 2,499,149
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Jeffrey Squires
Internal Address: Garvey Schubert Barer
Fifth Floor
Street Address: 1000 Potomac St. NW
City: Washington, DC State: DC Zip: 20007

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:

DO NOT USE THIS SPACE

9. Signature.
Jeffrey L. Squires
Name of Person Signing

Signature

Date 8/13/02

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

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FINANCE SECTION

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TRADEMARK REEL: 002562 FRAME: 0803

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF TRAVEL INNOVATORS, INC.**

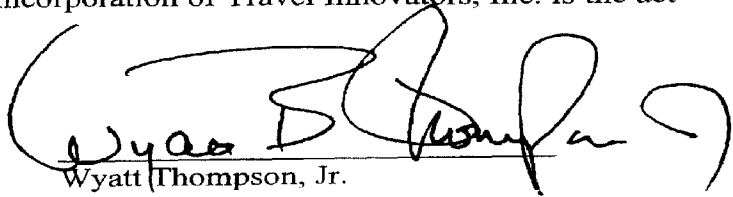
Travel Innovators, Inc. (the "Corporation"), a corporation organized under the laws of the State of Maryland, acting pursuant to Sections 2-605 and 2-607 of the Maryland General Corporation Law, hereby adopts the following amendment to the Corporation's Articles of Incorporation:

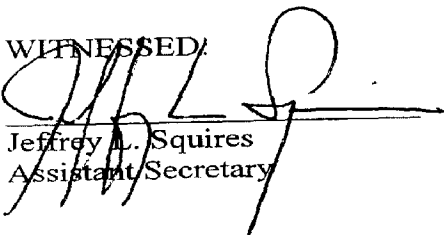
ONE: The name of the Corporation shall be changed to Broadcast Travel Incentives, Inc. #

TWO: In all other respects, the Articles of Incorporation of the Corporation shall remain unchanged.

The amendment stated herein was approved by Resolution of the Corporation's Board of Directors, acting unanimously, and is limited to a change expressly authorized by Section 2-605 of the Maryland General Corporation Law to be made without action by the stockholders.

I, Wyatt Thompson, Jr., being the president of Travel Innovators, Inc., acknowledge that these Articles of Amendment to the Articles of Incorporation of Travel Innovators, Inc. is the act of that entity.


Wyatt Thompson, Jr.
President

WITNESSED:

Jeffrey L. Squires
Assistant Secretary

CUST ID: 0000792388
WORK ORDER: 0000540039
DATE: 01-14-2002 04:09 PM
AMT. PAID: \$26.00

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STATE OF MARYLAND

I hereby certify that this is a true and complete copy of the 2 page document on file in this office. DATED: 1/14/02

BY: Jeannine C. James, Custodian

a state replaces our previous certification system. Effective: 6/95



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LIBER: 000335 FOLIO: 0024 PAGES: 0002
BROADCAST TRAVEL INCENTIVES, INC.

01/14/2002 AT 09:41 A WO # 0000540039

CUST ID: 0000702355
BOOK ORDER: 0000540039
DATE: 01-14-2002 04:09 PM
AMT. PAID: \$28.00

MARK
FRAME: 0805