

TRADEMARK F
COV

09-17-2002



Attorney Docket No.
D335.22-0038

To the Honorable Commission...

102223350

... or the attached original document or copy thereof.

1. Name of conveying party:
Demark International, Inc.

Individual(s) Association

General Partnership Limited Partnership

Corporation-Minnesota Other Explain

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

3. Nature of Conveyance:

Assignment Merger Security Agreement
 Change of Name Other _____

Execution Date: April 24, 2001

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

AUG 30 2002

Name: Provell, Inc.

Internal Address: _____

Street Address: 301 Carlson Parkway, Suite 201

City Minnetonka State Minnesota ZIP 55305

Individual(s) Citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation-Minnesota _____

Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No

(Designation must be a separate document from Assignment) Additional name(s) & address(es) attached? Yes No

4A. Application No.(s)

76/059,632

Additional numbers attached? Yes No

4B. Registration No.(s)

Additional numbers attached? Yes No

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

Name: James L. Young

KINNEY & LANGE, P.A.

Street Address: THE KINNEY & LANGE BUILDING

312 South Third Street

City: Minneapolis State: MN ZIP 55415-1002

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 2.6(b)(6)):.....\$ 40.00

8. Method of Payment

Enclosed

The Commissioner is authorized to charge payment of any additional recording fees or credit any overpayment to deposit account No. 11-0982. A duplicate copy of this page is enclosed.

DO NOT USE THIS SPACE

09/16/2002 TDIAZ1 00000191 76059632

01 FC:481

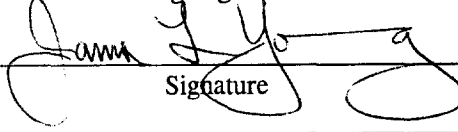
40.00 OP

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.

James L. Young

Name of Person Signing


Signature

August 28, 2002
Date

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

COPY

MINNESOTA SECRETARY OF STATE



AMENDMENT OF ARTICLES OF INCORPORATION

READ INSTRUCTIONS LISTED BELOW, BEFORE COMPLETING THIS FORM.

- 1. Type or print in black ink.
- 2. There is a \$35.00 fee payable to the Secretary of State for filing this "Amendment of Articles of Incorporation".
- 3. Return Completed Amendment Form and Fee to the address listed on the bottom of the form.

CORPORATE NAME: (List the name of the company prior to any desired name change)

Damark International, Inc.

This amendment is effective on the day it is filed with the Secretary of State, unless you indicate another date, no later than 30 days after filing with the Secretary of State.

April 24, 2001

The following amendment(s) to articles regulating the above corporation were adopted: (Insert full text of newly amended article(s) indicating which article(s) is (are) being amended or added.) If the full text of the amendment will not fit in the space provided, attach additional numbered pages. (Total number of pages including this form 1.)

ARTICLE I.

ARTICLE I.

NAME

The name of the corporation is PROVELL, INC.

This amendment has been approved pursuant to Minnesota Statutes chapter 602A or 317A. I certify that I am authorized to execute this amendment and I further certify that I understand that by signing this amendment, I am subject to the penalties of perjury as set forth in section 609.48 as if I had signed this amendment under oath.

(Handwritten Signature)

(Signature of Authorized Person)
Chairman, President and Chief Executive Officer

Name and telephone number of contact person: George S. Richards (952) 258-2001
Please print legibly

All of the information on this form is public and required in order to process this filing. Failure to provide the requested information will prevent the Office from approving or further processing this filing.

If you have any questions please contact the Secretary of State's office at (651)296-2803.

RETURN TO: Secretary of State
180 State Office Bldg., 100 Constitution Ave.
St. Paul, MN 55155-1299, (651)296-2803

08921340 Rev. 10/98

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

(Handwritten Signature)
Secretary of State

TRADEMARK

RECORDED: 08/30/2002

REEL: 002583 FRAME: 0016