

Form PTO-1594
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RECORDATION FORM COVER SHEET
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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):

ASI Acquisition Corporation

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

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

3. Nature of conveyance:

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

Execution Date: January 5, 1999

2. Name and address of receiving party(ies)

Name: fonix/ASI Corporation

Internal Address: 1225 Eaglegate Tower

Street Address: 60 East South Temple Street

City: Salt Lake City State: Utah Zip: 84111

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Utah
- 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

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

A. Trademark Application No.(s)

B. Trade Mark Registration No.(s)

1,934,006

Additional number(s) attached Yes No

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

Name: Trina A. Longo, Esq.

Internal Address: Howrey Simon Arnold & White, LLP

Street Address: 1299 Pennsylvania Avenue, N.W., Box 34

City: Washington State: D.C. Zip: 20004-2402

6. Total number of applications and registration involved: 1

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

08-3038

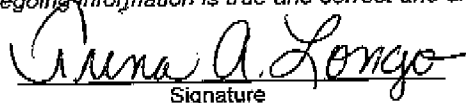
(Attach duplicate copy of this page if paying by deposit account)

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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.

Trina A. Longo, Esq.
Name of Person Signing


Signature

December 13, 2002
Date

Total number of pages including cover sheet, attachments, and document 4

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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Utah Div. of Corp. & Comm. Code

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
ASI ACQUISITION CORPORATION
(Hereafter *fonix*/ASI Corporation)

In accordance with Section 16-10a-1006 of the Utah Revised Business Corporation Act, ASI Acquisition Corporation, a Utah corporation (the "Corporation"), hereby declares and certifies as follows:

1. The name of the Corporation is ASI Acquisition Corporation.
2. The text of the amendment to the Articles of Incorporation of the Corporation adopted by the unanimous written consent of the shareholders of the Corporation is as follows:

ARTICLE I
(Name)

The name of the corporation is *fonix*/ASI Corporation.

3. The amendment specified above does not provide for an exchange, reclassification, or cancellation of issued shares of the Corporation.
4. The amendment specified above was adopted on September 3, 1998 by the unanimous written consent of the shareholders of the Corporation in accordance with the requirements of the Utah Revised Business Corporation Act and the bylaws of the Corporation.
5. There were as of September 3, 1998, 100,000 shares of the common stock of the Corporation issued and outstanding. No shareholder of the Corporation was entitled to vote in a separate voting group. Pursuant to the unanimous written consent of shareholders, whereby the amendment was adopted, one hundred thousand (100,000) shares of the common stock of the Corporation voted to adopt the amendment specified above.

UNANIMOUS WRITTEN CONSENT OF
THE SHAREHOLDERS OF
ASI ACQUISITION CORPORATION
a Utah corporation

September 3, 1998

Pursuant to the provisions of the Utah Revised Business Corporation Act, the undersigned, being all of the shareholders of ASI Acquisition Corporation, a Utah corporation (the "Company"), adopt the following resolution.

BE IT RESOLVED that Article I of the Company's Articles of Incorporation is hereby amended to read as follows: The name of the Corporation is *fonix*/ASI Corporation.

IN WITNESS WHEREOF, the undersigned have executed this consent resolution as of the date first set forth above.

SHAREHOLDER:

fonix Corporation

By: 
Thomas A. Murdock, President



1299 PENNSYLVANIA AVENUE, N.W.
WASHINGTON, DC 20004-2402
PHONE: 202.783.0800 • FAX: 202.383.6610

FACSIMILE COVER SHEET

DATE: December 13, 2002

TO: NAME: Assignment Branch/PTAS-FAX
COMPANY: United States Patent and Trademark Office
FAX NUMBER: (703) 306-5995 PHONE NUMBER: 703-308-9723
CITY: Arlington, VA

FROM: NAME: Trina A. Longo
DIRECT DIAL NUMBER: (202) 383-6969 USER ID: 1887

NUMBER OF PAGES, INCLUDING COVER: 5 CHARGE NUMBER: 02158.0171.TMUS00

ORIGINAL WILL FOLLOW VIA:

- REGULAR MAIL OVERNIGHT DELIVERY HAND DELIVERY OTHER:

ORIGINAL WILL NOT FOLLOW

SUPPLEMENTAL MESSAGE:

Recordation Cover Sheet for Trademark Registration No. 1,934,006
Change of Name From ASI Acquisition Corporation to fonix/ASI Corporation

THE INFORMATION CONTAINED IN THIS TRANSMISSION IS PRIVILEGED AND CONFIDENTIAL. IT IS INTENDED ONLY FOR THE USE OF THE INDIVIDUAL OR ENTITY NAMED ABOVE. IF THE READER OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPYING OF THIS COMMUNICATION IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR, PLEASE NOTIFY US IMMEDIATELY BY TELEPHONE AND RETURN THE ORIGINAL MESSAGE TO US AT THE ABOVE ADDRESS VIA THE U.S. POSTAL SERVICE. THANK YOU.

IF THERE ARE ANY QUESTIONS OR PROBLEMS WITH THE TRANSMISSION OF THIS FACSIMILE, PLEASE CALL 202-383-7137.

RECORDED: 12/13/2002

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