

10-01-2002

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



T 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): Integrity Incorporated

19-31-02

- Individual(s) Association General Partnership Limited Partnership Corporation-State 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: May 24, 2002

2. Name and address of receiving party(ies)

Name: Integrity Media, Inc.

Internal Address:

Street Address: 1000 Cody Road

City: Mobile State: AL Zip: 36695

- 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

OFFICE OF PUBLIC RECORDS 2002 SEP 30 PM 1:27 FINANCE SECTION

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,028,293

Additional number(s) attached Yes No

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

Name: Wendy Robertson

Internal Address: Alston & Bird LLP

Street Address: 1201 West Peachtree Street

City: Atlanta State: GA Zip: 30309

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.

Wendy Robertson Name of Person Signing

Wendy Robertson Signature

9/19/02 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

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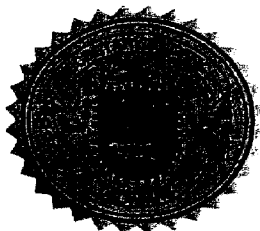
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Delaware

PAGE 1

The First State

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 "INTEGRITY INCORPORATED", CHANGING ITS NAME FROM "INTEGRITY INCORPORATED" TO "INTEGRITY MEDIA, INC.", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF MAY, A.D. 2002, AT 5:30 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1871588

DATE: 07-08-02

TRADEMARK

REEL: 002590 FRAME: 0793

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
FOR
INTEGRITY INCORPORATED**

INTEGRITY INCORPORATED, a corporation organized and existing under and by virtue of the Delaware General Corporation Law (the "Corporation"), DOES HEREBY CERTIFY:

FIRST: That on February 15, 2002 the Board of Directors of the Corporation adopted resolutions setting forth a proposed amendment of the Certificate of Incorporation of the Corporation, declaring said amendment to be advisable and submitting the proposed amendment to the stockholders of the Corporation for its consideration and approval. The proposed amendment is as follows:

NOW, THEREFORE, BE IT HEREBY RESOLVED that ARTICLE I of the Certificate of Incorporation of the Corporation is hereby amended in its entirety to read as follows:

"ARTICLE I

Name

The name of the corporation is Integrity Media, Inc. (the "Corporation")."

SECOND: That thereafter at the Annual Meeting of Stockholders of the Corporation on May 24, 2002, the stockholders of the Corporation adopted the proposed amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, INTEGRITY INCORPORATED has caused this certificate to be signed by a duly authorized officer this 24th day of May, 2002.

INTEGRITY INCORPORATED

/s/ P. Michael Coleman

P. Michael Coleman, Chairman, President
and Chief Executive Officer