

10-02-2002



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

Tab setting ⇨⇨⇨

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 9.3002
Individual(s) Association
General Partnership Limited Partnership
Corporation-State - Delaware
Other
Additional name(s) of conveying party(ies) attached? Yes No

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 designated 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: May 24, 2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
1,786,104
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Wendy L. Robertson
Internal Address: Alston & Bird
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:
(Attached 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.
Wendy L. Robertson 9/20/02
Name of Person Signing Signature Date
Total number of pages including cover sheet, attachments, and document: 3

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FINANCE SECTION

10/02/2002 ANNED1 00000008 1786104
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Mail documents to be recorded with required cover sheet information to:
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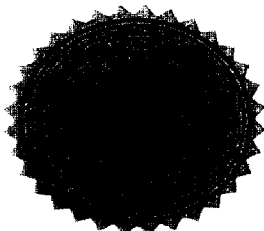
TRADEMARK
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Delaware

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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020428457

AUTHENTICATION: 1871588

DATE: 07-08-02

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**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