

10-03-2002



To the Honorable Commissioner o.

102240223

1 original documents or copy thereof.

1. Name of conveying party(ies):

Blue Fin Capital, Inc.

9-30-02

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

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

2. Name and address of receiving party(ies)

Name: Blue Fin Partners Holdings, Inc.

Internal

Address:

Street Address: Ten Weybosset Street, Su. 302B

City: Providence State: RI Zip: 02903

- 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

3. Nature of conveyance:

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

Execution Date: 12/26/01

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,588,435

Additional number(s) attached  Yes  No

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

Name: Craig M. Scott, Esq.

Internal Address:

Street Address: Duffy & Sweeney, Ltd.

One Turks Head Place, Suite 1200

City: Providence State: RI Zip: 02903

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:

502136

DO NOT USE THIS SPACE

9. Signature.

Craig M. Scott, Esq.

Name of Person Signing

Signature

9/24/02

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

OFFICE OF PATENT AND TRADEMARKS  
FINANCE SECTION  
2002 SEP 30 AM 8:15

10/02/2002 6TON11 00000081 502136 2588435

01 FC:481

40.00 CH

TRADEMARK  
REEL: 002593 FRAME: 0811

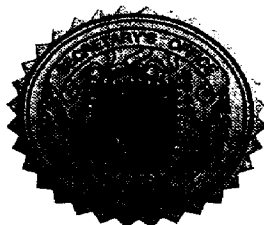
# Delaware

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 "BLUE FIN CAPITAL, INC.", CHANGING ITS NAME FROM "BLUE FIN CAPITAL, INC." TO "BLUE FIN PARTNERS HOLDINGS, INC.", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF DECEMBER, A.D. 2001, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1531130

2663112 8100

010667491

DATE: 12-28-01

TRADEMARK  
REEL: 002593 FRAME: 0812

CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION

BLUE FIN CAPITAL, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"),

DOES HEREBY CERTIFY:

FIRST: Pursuant to unanimous written consent of the Board of Directors of the Corporation on December 20, 2001, resolutions were duly adopted setting forth a proposed amendment to the Certificate of Incorporation of the Corporation, declaring said amendment to be advisable, approving said amendment, and calling a meeting of the stockholders of the Corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

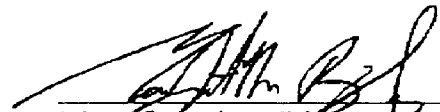
RESOLVED: That the Certificate of Incorporation of the Corporation be amended by changing Article "FIRST" so that, as amended, said Article shall be and read as follows:

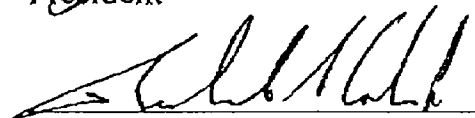
"FIRST: The name of the corporation is BLUE FIN PARTNERS HOLDINGS, INC."

SECOND: That thereafter, pursuant to unanimous written consent of the stockholders of the Corporation in accordance with the General Corporation Law of the State of Delaware, the necessary number of shares as required by statute were voted in favor of the amendment.

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

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed by the undersigned officers, as of the 20<sup>th</sup> day of December, 2001

  
Mars Jonathan Bishop  
President

  
Richard F. Carolan, Jr.  
Secretary

PRV\_476120\_1.DOC/LLEE