



11-12-2002



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

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

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Partners-SATH, L.L.C. 11-4-02

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

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

3. Nature of conveyance:

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

Execution Date: 10/17/2002

2. Name and address of receiving party(ies)

Name: Shop at Home Network, LLC

Internal

Address: _____

Street Address: 5388 Hickory Hollow Parkway

City: Antioch State: TN Zip: 37013

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Tennessee Limited Liability Company

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) _____

76/397,029

B. Trademark Registration No.(s) 2472296; 2513268;

1979532

Additional number(s) attached Yes No

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

Name: Frank H. Andorka

Internal Address: Baker & Hostetler LLP

3200 National City Center

Street Address: 1900 East 9th Street

City: Cleveland State: OH Zip: 44114

6. Total number of applications and registrations involved: 12

7. Total fee (37 CFR 3.41).....\$ 315

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

02-0396

DO NOT USE THIS SPACE

9. Signature.

Frank H. Andorka
Name of Person Signing

Frank H. Andorka
Signature

10/25/02
Date

Total number of pages including cover sheet, attachments, and document: 6

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

11/08/2002 6T011 00000247 76397029

01 FC:8521 40.00 OP
02 FC:8522 275.00 OP

TRADEMARK
REEL: 002613 FRAME: 0664



Additional Application Numbers

(Continuation of Item 4A)

76/258,998

76/258,997

76/258,996

76/258,995

76/026,663

76/026,662

75/758,579

75/683,349

Division of Business Services
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, Tennessee 37243

CHARTER/QUALIFICATION DATE: 01/05/1998
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: 12/31/2027
CONTROL NUMBER: 0343274
JURISDICTION: TENNESSEE

TO:
BONE MCALLESTER NORTON PLLC
AT: KIM MANKIN
424 CHURCH STREET
NASHVILLE, TN 37219

REQUESTED BY:
BONE MCALLESTER NORTON PLLC
AT: KIM MANKIN
424 CHURCH STREET
NASHVILLE, TN 37219

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT
"SHOP AT HOME NETWORK, LLC"

A LIMITED LIABILITY COMPANY DULY FORMED UNDER THE LAW OF THIS STATE WITH DATE OF
FORMATION AND DURATION AS GIVEN ABOVE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE
EXISTENCE OF THE LIMITED LIABILITY COMPANY HAVE BEEN PAID;
THAT THE MOST RECENT LIMITED LIABILITY ANNUAL REPORT REQUIRED HAS BEEN FILED;
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND
THAT ARTICLES OF TERMINATION OF THE EXISTENCE HAVE NOT BEEN FILED.

FOR: REQUEST FOR CERTIFICATE

ON DATE: 10/18/02

FROM:
BONE MCALLESTER NORTON PLLC/424 CHURCH
424 CHURCH STREET
SUNTRUST CENTER
NASHVILLE, TN 37219-0000

RECEIVED: FEES \$20.00 \$0.00
TOTAL PAYMENT RECEIVED: \$20.00
RECEIPT NUMBER: 00003159583
ACCOUNT NUMBER: 00398427



Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE

**ACTION TAKEN WITHOUT A MEETING
UPON UNANIMOUS CONSENT OF THE
MEMBERS OF PARTNERS - SATH, L.L.C.**

The undersigned, constituting all of the Members of Partners - SATH, L.L.C., a Tennessee limited liability company (the "Company"), hereby unanimously consent to taking action, without a meeting, by written consent, and hereby adopts the following resolution:

WHEREAS, the Sole Governor of the Company has determined that it is in the best interest of the Company to amend the Company's Articles of Organization by changing the name of the Company to "SHOP AT HOME NETWORK, LLC";

WHEREAS, the Sole Governor recommends and proposes to the Members that the Members vote in favor of amending the Company's Articles of Organization accordingly;

NOW, THEREFORE, BE IT RESOLVED, the Members hereby approve the Articles of Amendment to the Articles of Organization attached hereto as Exhibit A and hereby authorizes, empowers, and directs any officer of the Company to execute and cause to be filed such Articles of Amendment with the appropriate filing authorities.

The undersigned, constituting the Members of the Company, by executing this instrument, hereby waive all notice of the date, time, place and purpose of the special meeting of the Members of the Company, and the undersigned hereby agrees to the transaction of the business hereinabove set forth by written consent of the said Members in lieu of such meeting. This instrument shall be included in the minute book of the Company.

DATED AND MADE EFFECTIVE as of October 17, 2002.

SHOP AT HOME, INC

BY: Frank A. Woods

Frank A. Woods, President

SAI ACQUISITION CORP.

BY: Arthur Tek

Arthur Tek, President

EXHIBIT A
TO ACTION TAKEN WITHOUT A MEETING

**Proposed Articles of Amendment
to the Articles of Organization**

[attached to this page]

**ARTICLES OF AMENDMENT
TO ARTICLES OF ORGANIZATION**

PARTNERS - SATH, L.L.C.

Pursuant to the provisions of Section 48-209-104 of the Tennessee Limited Liability Company Act, the undersigned limited liability company adopts the following Articles of Amendment to its Articles of Organization:

1. The name of the Company is

Partners - SATH, L.L.C.

2. The text of the amendment adopted is:

The Articles of Organization are amended by changing the name of the Company to the following:

Shop At Home Network, LLC

3. The Company is a for-profit limited liability company.
4. This amendment was duly adopted as of October 17, 2002, by a unanimous resolution of the Members of the Company.
5. These amendments are to be effective upon filing in the Office of the Secretary of State.

EXECUTED as of this 17th day of October, 2002.

PARTNERS - SATH, L.L.C.

BY: 

Arthur Tek, Chief Manager



If you have any questions, please let me know.

Sincerely,

A handwritten signature in black ink, appearing to read "Frank H. Andorka".

Frank H. Andorka

Enclosures

cc: Hillary Vollmer, Esq. (w/encls.)

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