

11-22-2002



To the Honorable Commissioner of Patent and Trademark

Attached original documents or copy thereof.

1. Name of conveying party(ies): 102289879

Wrenthead.com, Inc.

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

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

Address of receiving party(ies):

Name: Wrenthead, Inc.
 Internal Address:
 Street Address: 108 Corporate Drive
 City: White Plains State: NY ZIP: 10604

Individual(s) citizenship: _____
 Association _____
 General Partnership _____

11-19-02

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: December 21, 2000

Limited Partnership _____
 Corporation- Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No N/A
 (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): 76/070,476; 76/070,477; 78/005,109 and 78/171,757

B. Trademark registration No.(s):
 2,442,477; 2,335,748; 2,332,995 and 2,332,262

Additional numbers attached? Yes No

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

6. Total number of applications and registrations involved: 8

Name: Charles E. Weinstein, Esc.
 Internal Address: Foley Hoag LLP

7. Total fee (37 CFR 3.41):..... \$215.00
 Enclosed
 Authorized to be charged to deposit account

Street Address: 155 Seaport Boulevard

 City: Boston State: MA ZIP: 02210-2600

8. Deposit account number:
06-1446
 (Attach duplicate copy of this page if paying by deposit account)

RECEIVED
 FINANCE SECTION
 2002 NOV 19 AM 10:11

11/21/2002 TDIAZ1 00000204 061446 76070476

DO NOT USE THIS SPACE

01 FC:0521 40.00 CH
02 FC:0522 175.00 CH

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.

Charles E. Weinstein
Name of Person Signing

Nov. 14, 2002
Date

Total number of pages comprising cover sheet:..... 5

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
WRENCHHEAD.COM, INC.

Wrenchhead.com, 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 as follows:

FIRST: That, by written action in accordance with Section 141(f) of the General Corporation Law of the State of Delaware, the Board of Directors of the Corporation duly adopted a resolution, pursuant to Section 242 of the General Corporation Law of the State of Delaware, setting forth an amendment to the Certificate of Incorporation of the Corporation and declaring said amendment advisable. The resolution setting forth the amendment is as follows:

RESOLVED, that it is advisable that the Article FIRST of the Company's Certificate of Incorporation be amended by deleting Article FIRST in its entirety and inserting a new Article FIRST which shall be and read as follows in its entirety:

"FIRST: The name of the corporation (the "Corporation") is Wrenchhead, Inc."

SECOND: That the aforesaid amendment was duly adopted by the stockholders of the Corporation in accordance with the applicable provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed by George C. Conrades, its President, this 20th day of December, 2000.

WRENCHHEAD.COM, INC.

By: 
George C. Conrades, President

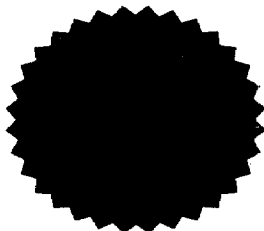
STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 10:00 AM 12/21/2000
001642271 - 3005903

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 "WRENCHHEAD.COM, INC.", CHANGING ITS NAME FROM "WRENCHHEAD.COM, INC." TO "WRENCHHEAD, INC.", FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF DECEMBER, A.D. 2000, AT 10 O'CLOCK A.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3005903 81.00

AUTHENTICATION: 2087428

020699663

DATE: 11-13-02

RECORDED: 11/19/2002

TRADEMARK
REEL: 002620 FRAME: 0789