

12-30-2002

Form PTO-1594 (Adapted)
3-13-96



U.S. DEPARTMENT OF COMMERCE
EET Patent & Trademark Office

OFFICE OF 102323998

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

2002 DEC 26 PM 2:56

1. Name of conveying party(ies):
 Long Reach Holdings, Inc.
FINANCE SECTION
12-26-02

Individual Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

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

2. Name and address of receiving party(ies):
 Name: Long Reach, Inc.
 Address: 136 Main Street
 City: Westport, CT 06880

Individual(s) citizenship United States
 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
 (Designation 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: October 31, 2000

4(a). Trademark Application No.(s):

Additional numbers attached? Yes No

4(b). Trademark Registration No.(s): 1,107,914

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Christopher A. Holland
 Address: SMITH, GAMBRELL & RUSSELL, LLP
 Suite 3100, Promenade II
 1230 Peachtree Rd.
 Atlanta, Georgia 30309

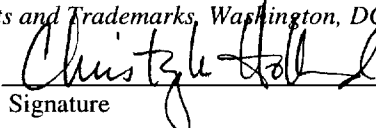
6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) enclosed: \$40

DO NOT USE THIS SPACE

8. 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

I certify that this correspondence is being deposited with the United States Postal Service by regular mail addressed to: Commissioner of Patents and Trademarks, Washington, DC 20231, on December 20, 2002.

Christopher A. Holland  December 20, 2002
 Name of Person Signing Signature Date

Attorney Docket No: 043879.002

Total number of pages including cover sheet: 2

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks
Box Assignments
Washington, DC 20231

12/27/2002 LMUELLER 00000100 1107914

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TRADEMARK
REEL: 002639 FRAME: 0707

RESTATED
CERTIFICATE OF INCORPORATION
OF
LONG REACH HOLDINGS, INC.

Long Reach Holdings, Inc., a corporation duly organized and existing under the laws of the State of Delaware (the "Corporation"), does hereby certify:

1. The name of the Corporation is Long Reach Holdings, Inc., and the name under which the Corporation was originally incorporated was TBM Acquisition I, Inc. The original Certificate of Incorporation of the Corporation was filed with the Secretary of State of Delaware on January 5, 2000.

2. This Restated Certificate of Incorporation restates and integrates and further amends the Certificate of Incorporation of the Corporation to change the name of the Corporation to "Long Reach, Inc."

3. The text of the Certificate of Incorporation as heretofore amended and herein amended is hereby restated and integrated to read in its entirety as set forth in Exhibit I annexed hereto and made a part hereof by this reference (the "Restated Certificate").

4. The Restated Certificate was duly adopted by the written consent of the sole stockholder of the Corporation, in accordance with the applicable provisions of Sections 228, 242 and 245 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, Long Reach Holdings, Inc. has caused this Restated Certificate of Incorporation to be signed by its duly authorized officer this 31st day of October, 2000.

LONG REACH HOLDINGS, INC.

By:


William A. Schwartz, Secretary

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