

FORM PTO-1594 (Modified)
1-31-92

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

03-17-2003

RECOI



102391594

Attorney Docket No.: 52014-0003-0021

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

<p>1. Name of conveying party(ies): 2-13-03</p> <p>USE Acquisition, LLC (a Colorado Limited Liability Company)</p>	<p>2. Name and address of receiving party(ies):</p> <p>US Electronics, LLC 8250 E. Park Meadows Dr. Lone Tree, CO 80124</p>
---	--

FEB 13 2003

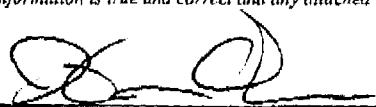
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other:</p> <p>Execution Date: May 21, 2002</p>	<p><input type="checkbox"/> Individual(s) citizenship: <input type="checkbox"/> Association: <input type="checkbox"/> General Partnership: <input type="checkbox"/> Limited Partnership: <input type="checkbox"/> Corporation-State: <input checked="" type="checkbox"/> Other: a Colorado Limited Liability Company</p> <p>If assignee is not domiciled in the U.S.A., a domestic representative designation is attached: <input type="checkbox"/> Yes; <input type="checkbox"/> No</p> <p>(Designations must be a separate document from Assignment)</p>
--	--

<p>4. A. Application number(s): 75/341,953</p>	<p>B. Trademark Registration No.(s):</p>
---	--

<p>5. Name and address of party to whom correspondence document should be mailed:</p> <p>Hun Ohm, Esq. Morgan Lewis & Bockius LLP C/O TMSU 1111 Pennsylvania Avenue, N.W. Washington D.C. 20004</p> <p>Telephone: (212) 309-6335 Facsimile: (212) 309-6273 E-Mail: hohm@morganlewis.com</p>	<p>6. Total number of applications and registrations involved: [1]</p> <p>7. Total fee (37 CFR 3.41) Cal. <u>1</u> x \$40.00 = \$ 40.00 Total \$ 40.00</p> <p><input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: 13-4520</p>
--	--

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.

Hun Ohm, Esq.  February 13, 2003
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: **[2]**

OMB No. 0651-0011 (exp. 4/94)

03/14/2003 LNUELLER 00000155 134520 75341953
01 FC:8581 40.00 CH

1-NY/1563335.1

TRADEMARK
REEL: 002691 FRAME: 0800

d11c-20021099117

CHANGE OF NAME

FILED
DONETTA DAVIDSON
COLORADO SECRETARY OF STATE

AMENDMENT TO ARTICLES OF ORGANIZATION

Form 7.80.209.1 revised 11/26/2001

Filing fee: \$25.00 This document must be typed or machine printed.

If more space is required, continue on attached 8 1/2" x 11" sheet(s).

Deliver 2 copies to: Colorado Secretary of State, Business Division,
1560 Broadway, Suite 200, Denver, CO 80202-5169

Please include a typed or machine printed, self-addressed, envelope.

For filing requirements, see §§ 7-90-301 and 7-80-209, Colorado Revised Statutes

For more information, see this *Citizen's Guide to the Business Division* on our

Web site, www.sos.state.co.us Questions? Contact the Business Division:

voice 303 894 2251, fax 303 894 2242 or e-mail sos.business@state.co.us ABOVE SPACE FOR OFFICE USE ONLY

20021136901 C
\$ 75.00
SECRETARY OF STATE
05-21-2002 11:43:43

Pursuant to § 7-80-209, Colorado Revised Statutes (C.R.S.), the undersigned delivers this Amendment to the Articles of Organization to the Colorado Secretary of State for filing, and states as follows:

The name of the limited liability company is: USE Acquisition, LLC

The Articles of Organization shall be amended as set forth herein (mark all that apply):

There is a change in the name of the limited liability company to: US Electronics, LLC

The entity name of a limited liability company must contain the term "limited liability company", "ltd. liability company", "limited liability co.", or "ltd. liability co." or the abbreviation "LLC" or "L.L.C." §7-90-601(3)(c), C.R.S.

There is a false or erroneous statement in the articles of organization: _____

The address to which the Secretary of State may send a copy of this document upon completion of filing (or to which the Secretary of State may return this document if filing is refused) is: _____

Jason J. Pomerantz, Esq., Measner & Reeves, LLC

1430 Wynkoop Street, Suite 400, Denver, CO 80202

Manager [Signature] Signer's Name-printed Dennis R. Carson
(Individual's signature)

OPTIONAL. The electronic mail and/or Internet address for this entity is/are: e-mail _____

Web site _____

The Colorado Secretary of State may contact the following authorized person regarding this document: name _____

address _____

voice _____ fax _____ e-mail _____

Disclaimer: This form, and any related forms others, are not intended to provide legal, business or tax advice, and are subject to a public notice without representation or warranty. While this form is believed to comply with the legal requirements as of its creation date, compliance with applicable law, in the user may be required, and this is the user's sole responsibility for the use of this form. Questions should be addressed to the user's counsel.

