

RE

04-10-2003

Docket No.:

15238.0



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3-27-03

102415231

To the Honorable Commissioner of Patents

ched original documents or copy thereof.

1. Name of conveying party(ies): 2003 MAR 27 AM 9:43
DECIMA RESEARCH CORPORATION
FINANCE SECTION

- Individual(s)
- General Partnership
- Corporation-State California
- Other

- Association
- Limited Partnership

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:
- Assignment
 - Security Agreement
 - Other
 - Merger
 - Change of Name

Execution Date: August 16, 2002

2. Name and address of receiving party(ies):
Name: WIRTHLIN WORLDWIDE, INC.

Internal Address: Suite 500

Street Address: 1920 Association Drive

City: Reston State: VA ZIP: 20191

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See Exhibit
A

Additional numbers Yes No

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

Name: Jonathan W. Richards

Internal Address: WORKMAN, NYDEGGER & SEELEY

1000 Eagle Gate Tower

Street Address: 60 East South Temple

City: Salt Lake City State: UT ZIP: 84111

6. Total number of applications and registrations involved: 9

7. Total fee (37 CFR 3.41):.....\$ \$240.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

23-3178

0470972003 DBTRNE 00000131 E383397

DO NOT USE THIS SPACE

01 FC:8520 40.00 DP
02 FC:8522 200.00 DP

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.

Jonathan W. Richards
Name of Person Signing

Signature

February 27, 2003
Date

Total number of pages including cover sheet, attachments, and

TRADEMARK

REEL: 002708 FRAME: 0714

UNITED STATES TRADEMARK REGISTRATIONS

<u>Mark</u>	<u>Registration Number</u>
ASL	2,383,397
ADVANCED STRATEGY CENTER	2,494,952
ADVANCED STRATEGY LAB	2,385,572
DECIMA RESEARCH	1,069,506
DECISION MAKING INFORMATION	0,972,072
WW LOGO DESIGN	1,955,404
THE WIRTHLIN GROUP	1,537,847
THE WIRTHLIN GROUP	1,900,848
WIRTHLIN WORLDWIDE	2,063,336

0562452

AMENDED AND RESTATED

ARTICLES OF INCORPORATION

OF

DECIMA RESEARCH

a California corporation

FILED
in the Office of the Secretary of State
of the State of California

AUG 1 6 2002

B. Jones
BILL JONES, Secretary of State

The undersigned, Richard B. Wirthlin and Joel A. White, each hereby certify that:

ONE: Richard B. Wirthlin is the duly elected and acting Chairman of the Board of Directors of Decima Research, a California corporation, and Joel A. White is the duly elected and acting Chief Financial Officer, Chief Operating Officer and Secretary of Decima Research.

TWO: The Articles of Incorporation of Decima Research are hereby amended and restated in their entirety to read as follows:

ARTICLE I

The name of the corporation is Wirthlin Worldwide, Inc. (hereafter, the "Corporation").

ARTICLE II

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

ARTICLE III

The Corporation is authorized to issue one (1) class of stock to be designated "Common Stock." The total number of shares of Common Stock that the Corporation shall be authorized to issue is two million (2,000,000) shares. The par value of each share of Common Stock shall be one dollar (\$1.00).

ARTICLE IV

The Corporation hereby elects to be governed by all of the provisions of the "new law" (as defined by Section 2300 of the California Corporations Code) not otherwise applicable to it under Chapter 23 of the California Corporations Code.

* * *

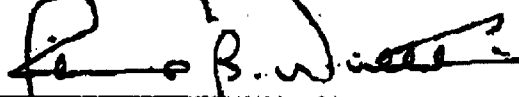
THREE: The foregoing amended and restated articles of incorporation have been duly approved by the Board of Directors of the Corporation.

FOUR: The foregoing amended and restated articles of incorporation have been duly approved by the required vote of the shareholders of the Corporation in accordance with Sections 902 and 903 of the California Corporations Code. The Corporation has 383,379 shares of Common Stock outstanding and entitled to vote with respect to the approval of the amended and restated articles of incorporation herein set forth. The number of shares of Common Stock voting in favor of the amended and restated articles of incorporation equaled or exceeded the vote required. The percentage vote required was more than fifty percent (50%) of the outstanding Common Stock.

[Remainder of Page Intentionally Left Blank; Signature Page Follows]

The undersigned, Richard B. Wirthlin, Chairman of the Board of Directors of Decima Research, declares under penalty of perjury under the laws of the State of California that the matters set forth in the foregoing certificate are true of his own knowledge.

Executed at Salt Lake City, Utah on July 22, 2002.



Richard B. Wirthlin
Chairman of the Board

The undersigned, Joel A. White, Chief Financial Officer, Chief Operating Officer and Secretary of Decima Research, declares under penalty of perjury under the laws of the State of California that the matters set forth in the foregoing certificate are true of his own knowledge.

Executed at Reston, Virginia on July 22, 2002.



Joel A. White
Chief Financial Officer, Chief Operating Officer
and Secretary



State of California

SECRETARY OF STATE



I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 3 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

SEP 19 2002

Secretary of State

