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 Commissioner of Patents & Trademarks, Box Assignments, Washington, D.C. 20231 on the date shown below:
 April 21, 2003
 Laura Manch
 (Typed or Printed Name of Person Signing Certificate)
Laura Manch

04-30-2003



102434696

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

Form PTO-1594
 (Rev. 10/02)
 OMB No. 0651-0027 (exp. 6/30/2005)
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To the Honorable Commissioner of

Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): Scarlet Tanager Holdings III LLC</p> <p>4-28-03</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-State <input checked="" type="checkbox"/> Other LLC - Delaware</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) Name: <u>Scarlet Tanager LLC</u> Internal Address: <u>c/o Niles Kinerk</u> Street Address: <u>7602 Hyland Lane</u> City: <u>Guilford</u> State: <u>IN</u> Zip: <u>47022</u></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 LLC- Delaware</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance: <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: <u>03/18/2002</u></p>	

<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s) _____ _____</p>	<p>B. Trademark Registration No.(s) <u>2319099, 1757101, 2275033, 2300590, 0871125, 0871095,</u></p> <p>Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Candace Lynn Bell, Esq.</u> Internal Address: <u>Kavinoky & Cook, LLP</u> _____ Street Address: <u>120 Delaware Avenue</u> _____ City: <u>Buffalo</u> State: <u>NY</u> Zip: <u>14202</u></p>	<p>6. Total number of applications and registrations involved: 26</p> <p>7. Total fee (37 CFR 3.41).....\$ <u>665</u></p> <p><input checked="" type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>50-1024</u></p>
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DO NOT USE THIS SPACE

<p>9. Signature. _____ Candace Lynn Bell, Esq. Name of Person Signing</p>	<p style="text-align: center;"><i>Candace Lynn Bell</i> Signature</p> <p style="text-align: right;"><u>April 18, 2003</u> Date</p> <p style="text-align: right;">4</p>
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 01 FC:8521 40.00 OP
 02 FC:8522 625.00 OP

Mail documents to be recorded with required cover sheet information to:
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TRADEMARK
REEL: 002721 FRAME: 0180

Additional trademark registration numbers:

0754816

0944973

1921218

2096961

2113558

2353118

2346404

2055313

1257259

1079033

2124884

0867325

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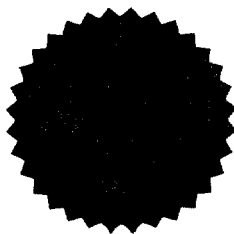
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Laura Manch
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Laura Manch
April 21, 2003

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 "SCARLET Tanager HOLDINGS III LLC", CHANGING ITS NAME FROM "SCARLET Tanager HOLDINGS III LLC" TO "SCARLET Tanager LLC", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF MARCH, A.D. 2002, AT 9 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1674302

DATE: 03-19-02

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020179641

TRADEMARK
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CERTIFICATE OF AMENDMENT
OF
THE CERTIFICATE OF FORMATION
OF
SCARLET Tanager HOLDINGS III LLC

It is hereby certified that:

1. The name of the limited liability company is Scarlet Tanager Holdings III LLC (hereinafter referred to as the "Company").
2. The Certificate of Formation of the Company was filed on October 5, 2001.
3. The Certificate of Formation of the Company is hereby amended by striking out Article "1." thereof and by substituting in lieu of said Article "1." the following new Article:
 - "1. The name of the limited liability company is: Scarlet Tanager LLC."

IN WITNESS WHEREOF, the undersigned manager and chief executive officer of the Company has executed this Certificate of Amendment of the Certificate of Formation of Scarlet Tanager Holdings III LLC this 29th day of February, 2002.



Niles Kinerk, Authorized Person