

06-09-2003

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

5-12-03 RECORD/ TRAI



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DEPARTMENT OF COMMERCE Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies): KQ Corporation (a Utah Corp.)

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 05/30/2002

2. Name and address of receiving party(ies)

Name: GlobalSim, Inc. Internal Address: 12159 S. Business Park Drive, #100

Street Address: City: Salt Lake City State: UT Zip: 84020

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (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) 76/466620 75/559193

B. Trademark Registration No.(s) 2546103

Additional number(s) attached Yes No

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

Name: Brent T. Winder

Internal Address:

Street Address: 170 South Main St., Suite 1500

City: Salt Lake City State: UT Zip: 84101-1644

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41): \$ 90

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

06/06/2003 DBYRNE 00000133 76466620

01 FC:8521 40.00 00 02 FC:8522 50.00 00

DO NOT USE THIS SPACE

9. Signature.

Brent T. Winder Name of Person Signing

Signature

4/11/03 Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002748 FRAME: 0684

ARTICLES OF AMENDMENT

TO THE

ARTICLES OF INCORPORATION OF

KQ CORPORATION

RECEIVED

JUL 22 2002

Utah Rev. Bus. Corp. Act

The undersigned, being the President of KQ Corporation, a Utah corporation (the "Company"), hereby certifies the following as of the date set forth below:

First: The name of the Company is "KQ Corporation."

Second: The following amendment to the Articles of Incorporation has been adopted in accordance with the Utah Revised Business Corporation Act. Article I of the Company's Articles of Incorporation shall be deleted in its entirety and replaced with the following:

"ARTICLE I.

1. The name of this corporation shall be 'GlobalSim, Inc.'"

Third: This amendment was adopted on May 17, 2002.

Fourth: The designation and number of outstanding shares of each class entitled to vote on the amendment set forth herein was 9,272,598 shares of Series A Preferred Stock and 718,903 shares of Common Stock. The Series A Preferred Stock and Common Stock, comprising a total of 9,991,501 shares, were entitled to and did vote together as a single voting group with respect to the amendment set forth herein.

Fifth: The number of votes cast in favor of the amendment was 8,675,018. The number of votes cast in opposition to the amendment was zero. The votes cast in favor of the amendment were sufficient for approval of the amendment.

{Signature Page to Follow}

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IN WITNESS WHEREOF, the undersigned executes these Articles of Amendment as of May 30, 2002.

KQ CORPORATION

By: *Douglas F. Evans*
Name: Douglas F. Evans
Title: Secretary

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