

SUBSTITUTE FORM PTO 1594
1-31-92

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Commissioner for Trademarks: Please record the attached original documents or copy thereof.

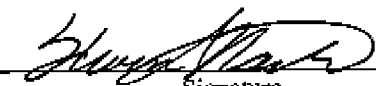
<p>1. Name of conveying party(ies): A/M Combination, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-Delaware <input type="checkbox"/> Other _____</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): Xaffire, Inc. 100 Superior Way, Suite 200 Boulder, CO 80027</p> <p><input type="checkbox"/> Individual(s) citizenship: _____ <input type="checkbox"/> Association: _____ <input type="checkbox"/> General Partnership: _____ <input type="checkbox"/> Limited Partnership: _____ <input checked="" type="checkbox"/> Corporation-State: <u>Delaware</u> <input type="checkbox"/> Other: _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached <input type="checkbox"/> Yes <input type="checkbox"/> No (Designation must be a separate document from Assignment)</p> <p>Additional name(s) & addresses attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<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: <u>June 5, 2003</u></p>	

<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s):</p>	<p>B. Trademark No.(s): Reg. No. 2,388,456 Reg. No. 2,435,672 Reg. No. 2,446,790</p> <p>Additional numbers 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:</p> <p>Steven A. Nash, Esq. Drinker Biddle & Reath LLP One Logan Square 18th & Cherry Streets Philadelphia, PA 19103-6996</p> <p>Attorney Docket No.: <u>149315</u></p>	<p>6. Total number of applications and registrations involved: <u>9</u></p> <p>7. Total fee (37 CFR 3.41) <u>\$360.00</u></p> <p><input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> authorized to be charged to deposit account</p> <p>8. Deposit Account Number: <u>50-0573</u> (a duplicate copy of this page is attached)</p>
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DO NOT USE THIS SPACE

9. 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.

Steven A. Nash, PA Atty. ID 85.707  November 18, 2003
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 5

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

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:
M.S. Box Assignments
Commissioner for Trademarks
P.O. Box 1450
Alexandria, VA 22313-1450

CH \$240.00 600673 2388456

Form PTO-1594

CONTINUATION SHEET FOR
RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

1. Name of conveying party(ies): A/M Combination, Inc.	2. Name and address of receiving party: Xaffire, Inc. 100 Superior Way, Suite 200 Boulder, CO 80027
3. Nature of conveyance: Change of Name	
4. B. Trademark Registration Nos.: 2,572,063 2,523,496 2,244,176 2,474,812 2,498,418 2,531,888	

ROM CORPORATION TRUST WILM. TEAM #2

(FRI) 6. 6'03 9:38/ST. 9:37/NO. 4863796999 P 2

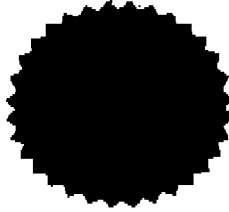
Delaware

PAGE 1

The First State

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 "A/M COMBINATION, INC.", CHANGING ITS NAME FROM "A/M COMBINATION, INC." TO "KAFFIRE, INC.", FILED IN THIS OFFICE ON THE FIFTH DAY OF JUNE, A.D. 2003, AT 5:35 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3641253 8100

030373182

AUTHENTICATION: 2456643

DATE: 06-06-03

08/08/2003 FRI 08:34 [TX/RX NO 8787] 002

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REEL: 002748 FRAME: 0922

FROM CORPORATION TRUST WILM. TEAM #2

(FRI) 6. 6'03 9:38/ST. 9:37/NO. 4863796999 P 3

**CERTIFICATE OF AMENDMENT TO THE
RESTATED CERTIFICATE OF INCORPORATION OF
A/M COMBINATION, INC.**

A/M COMBINATION, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), **DOES HEREBY CERTIFY:**

FIRST: The name of the Corporation is *A/M Combination, Inc.*

SECOND: The date on which the Certificate of Incorporation of the Corporation was originally filed with the Secretary of State of the State of Delaware is March 27, 2003. A Restated Certificate of Incorporation was filed with the Secretary of State on April 4, 2003.

THIRD: Article I shall be amended and restated to read in its entirety as follows:

"The name of this corporation is Xaffire, Inc."

FOURTH: The foregoing amendment to the Restated Certificate of Incorporation of the corporation has been duly adopted by the directors and stockholders of the Corporation in accordance with the provisions of Sections 141, 228 and 242 of the General Corporation Law of the State of Delaware, and notice of such adoption has been provided in accordance with said Section 228.

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State of Delaware
Secretary of State
Division of Corporations
Delivered 06:03 PM 06/05/2003
FILED 05:35 PM 06/05/2003
SRV 03037318F - 3661253 FILE

FROM CORPORATION TRUST WILM TEAM #2

(FRI) 6. 6 '03 9:38/ST. 9:37/NO. 4863796999 P 4

IN WITNESS WHEREOF, A/M Combination, Inc. has caused this Certificate of Amendment to be signed by its Chief Executive Officer this 5th day of June, 2003.

A/M COMBINATION, INC.

By:  _____
Rich Schmeizer, Chief Executive Officer

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