

06-30-2003

3 SHEET
ONLY

Tab settings → → → ▼



63093

To the Honorable Commissioner

102485513

the attached original documents or copy thereof.

1. Name of conveying party(ies):

Integrail Acquisition Corp.

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

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

2. Name and address of receiving party(ies):

Name: Integrail Inc.

Internal Address: _____

Street Address: 26 Harbor Park Drive

City: Port Washington State: NY ZIP: 11050

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- 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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: November 30, 2002

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

A. Trademark Application No.(s)

78/044,423
78/126,881

B. Trademark registration No.(s)

2,441,981
2,622,324

Additional numbers attached? Yes No

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

Name: Kathryn Jennison Shultz

Internal Address: Jennison & Shultz, P.C.

Street Address: Crystal Plaza #1, Suite 1102
2001 Jefferson Davis Highway

City: Arlington State: VA ZIP: 22202

6. Total number of applications and registrations involved: _____

4

7. Total fee (37 CFR 3.41):..... \$ 115.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

07/01/2003 BTOM11 00000008 78044423

01 FC:8521 40.00 DP
02 FC:8522 75.00 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.

Kathryn Jennison Shultz
Name of Person Signing

Kathryn Jennison Shultz
Signature

June 30, 2003
Date

Total number of pages comprising cover sheet: _____

1

TRADEMARK

CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION
OF
INTEGRAIL ACQUISITION CORP.

(Pursuant to Section 242 of the General Corporation Law of the State of Delaware)

The undersigned, being the Chief Financial Officer and Treasurer of Integrail Acquisition Corp., a Delaware corporation (the "Corporation"), does hereby certify:

FIRST: The name of the Corporation is Integrail Acquisition Corp.

SECOND: The Certificate of Incorporation was filed with the Secretary of State on August 16, 2002 under the name Well Acquisition Corp.

THIRD: The Certificate of Incorporation of the Corporation is hereby amended to change the name of the Corporation.

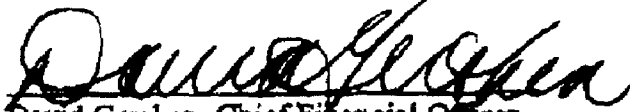
FOURTH: To accomplish the foregoing, Article FIRST of the Certificate of Incorporation of the Corporation is hereby deleted in its entirety and substituted therefor is the following new Article FIRST:

"FIRST: The name of the Corporation (hereinafter referred to as the "Corporation") is: Integrail Inc."

FIFTH: This Amendment to the Certificate of Incorporation is made pursuant to Section 242 of the Delaware General Corporation Law and has been authorized by the Board of Directors followed by the unanimous consent of the holders of the outstanding stock.

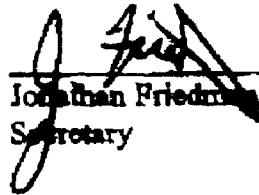
IN WITNESS WHEREOF, the undersigned does hereby execute this Certificate of Amendment to the Certificate of Incorporation of Integrail Acquisition Corp., this 13th day of November, 2002.

INTEGRAIL ACQUISITION CORP.



David Gershen, Chief Financial Officer
and Treasurer

In the Presence of:


Jonathan Friedman
Secretary

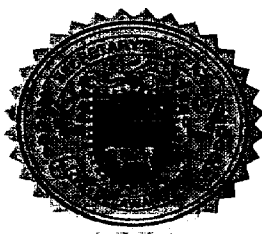
Delaware

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 "INTEGRIL ACQUISITION CORP.", CHANGING ITS NAME FROM "INTEGRIL ACQUISITION CORP." TO "INTEGRIL INC.", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF NOVEMBER, A.D. 2002, AT 2 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

3559498 8100

020699148

RECORDED: 06/30/2003

AUTHENTICATION: 2087030

DATE: 11-13-02
TRADEMARK

REEL: 002767 FRAME: 0142