

08-05-2003

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Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2001)

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U.S. DEPARTMENT OF COMMERCE

U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):
i3Dimensions Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-Canada
 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: June 11, 2003

2. Name and address of receiving party(ies)

Name: NGRAIN (Canada) Corporation
Internal Address: _____
Street Address: Suite 250, 1818 Cornwall Avenue
City: Vancouver State: BC, CANADA Zip: V6J 1C7

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-Canada _____
 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)
76/245,484; 76/245,483; 78/115,296; 78/199,527

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Brent D. Sanders
Internal Address: Perkins Coie LLP

Street Address: 1201 Third Avenue, Suite 4800

City: Seattle State: WA Zip: 98101

6. Total number of applications and registrations involved _____

7. Total fee (37 CFR 3.41) \$ 115.00
 Enclosed
 Authorized to be charged to deposit amount

8. Deposit account number: _____

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

DO NOT USE THIS SPACE

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

Brent Sanders July 22, 2003
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and documents: 7

08/04/2003 EDDOPER 00000112 76245484

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

08 FEB 2004

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TRADEMARK REEL: 002793 FRAME: 0576

NOTARIAL CERTIFICATE

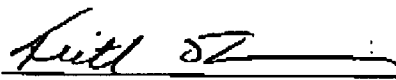
CANADA)	
)	TO ALL TO WHOM THESE PRESENTS
PROVINCE OF BRITISH COLUMBIA)	
)	MAY COME BE SEEN OR KNOWN
TO WIT:)	

I, KEITH E. SPENCER, a Notary Public by Royal authority duly appointed, residing in the City of Vancouver, in the Province of British Columbia, do certify and attest that the paper writing hereto annexed, marked with my Notarial Seal, are true copies of original documents produced to me and purporting to be:

1. Certificate of Amendment issued by the Director, Industry Canada dated June 11, 2003 and a copy of the Articles of Amendment changing the name of the Corporation from "i3Dimensions Inc." to "NGRAIN (Canada) Corporation" filed with Industry Canada on June 11, 2003
2. Restated Certificate of Incorporation issued by the Director, Industry Canada dated June 11, 2003 and a copy of the Restated Articles of Incorporation filed with Industry Canada on June 11, 2003

The said copies having been compared by me with the said original documents, an act whereof being requested I have granted under Notarial form and seal of office to serve and avail as occasion may require.

Dated at Vancouver, British Columbia, this 17th day of June, 2003.



 A Notary Public in and for the Province of
 British Columbia

JUN. 16. 2003 12:22PM

INDUSTRY CANADA

NO. 7613 P. 2



Industry Canada

Industrie Canada

**Restated Certificate
of Incorporation**

**Certificat
de constitution à jour**

**Canada Business
Corporations Act**

**Loi canadienne sur
les sociétés par actions**

NGRAIN (Canada) Corporation

378653-6

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the articles of incorporation of the above-named corporation were restated under section 180 of the *Canada Business Corporations Act* as set out in the attached restated articles of incorporation.

Je certifie que les statuts constitutifs de la société susmentionnée ont été mis à jour en vertu de l'article 180 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les statuts mis à jour ci-joints.

Director - Directeur

June 11, 2003 / le 11 juin 2003

**Effective Date of Restatement -
Date d'entrée en vigueur de la mise à jour**

Canada

Industry Canada Industrie Canada
Canada Business Corporations Act Loi canadienne sur les sociétés par actions

FORM 7
RESTATED ARTICLES OF
INCORPORATION
(SECTION 180)

FORMULE 7
STATUTS CONSTITUTIFS
DES A I O U R
(ARTICLE 180)

1- Name of the Corporation - Dénomination sociale de la société
NGRAIN (CANADA) CORPORATION Corporation No. - N° de la société
378633-6

2- The province or territory in Canada where the registered office is situated
British Columbia La province ou le territoire du Canada où est situé le siège social

3- The classes and any maximum number of shares that the corporation is authorized to issue
The Corporation is authorized to issue an unlimited number of Common shares. Catégories et tout nombre maximal d'actions que la société est autorisée à émettre

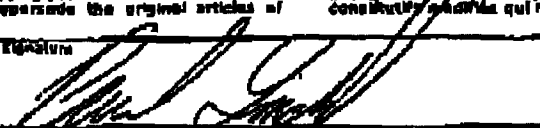
4- Restrictions, if any, on share transfers
So long as the Corporation is not a "distributing corporation" as defined in the Canada Business Corporations Regulations, the transfer of shares of the Corporation shall be restricted in that no shareholder shall be entitled to transfer any share or shares without the approval of the Directors of the Corporation expressed by a resolution passed at a meeting of the Board of Directors or by an instrument or instruments in writing signed by all of the Directors. Restrictions sur le transfert des actions, s'il y a lieu

5- Number (or minimum and maximum number) of directors
A minimum of one and a maximum of ten unless the Corporation is a "distributing corporation" in which case the minimum shall be three. Nombre (ou nombre minimal et maximal) d'administrateurs

6- Restrictions, if any, on business the corporation may carry on
None. Limites imposées à l'activité commerciale de la société, s'il y a lieu

7- Other provisions, if any
The Directors may, between annual meetings, appoint one or more additional directors of the Corporation to serve until the next annual meeting, but the number of additional directors shall not at any time exceed one third of the number of directors who held office at the expiration of the last annual meeting of the Corporation. Autres dispositions, s'il y a lieu

These restated articles of incorporation correctly set out, without substantive change, the corresponding provisions of the articles of incorporation as amended and supersede the original articles of incorporation. Cette mise à jour des statuts constitutifs démontre exactement, sans changement substantiel, les dispositions correspondantes des statuts constitutifs antérieurs qui remplacent les statuts originels.

Date: **June 4, 2003** Signature:  Director

For Departmental Use Only / À l'usage du Ministère seulement
Filed / Déposé le: **JUN 11 2003** Paul Lindahl

Canada



Industry Canada

Industrie Canada

**Certificate
of Amendment**

**Certificat
de modification**

**Canada Business
Corporations Act**

**Loi canadienne sur
les sociétés par actions**

NGRAIN (Canada) Corporation

378653-6

Name of corporation - Dénomination de la société

Corporation number - Numéro de la société

**I hereby certify that the articles of the
above-named corporation were amended:**

**Je certifie que les statuts de la société
susmentionnée ont été modifiés:**

- a) under section 13 of the *Canada Business Corporations Act* in accordance with the attached notice;
- b) under section 27 of the *Canada Business Corporations Act* as set out in the attached articles of amendment designating a series of shares;
- c) under section 179 of the *Canada Business Corporations Act* as set out in the attached articles of amendment;
- d) under section 191 of the *Canada Business Corporations Act* as set out in the attached articles of reorganization;

- a) en vertu de l'article 13 de la *Loi canadienne sur les sociétés par actions*, conformément à l'avis ci-joint;
- b) en vertu de l'article 27 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes désignant une série d'actions;
- c) en vertu de l'article 179 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes;
- d) en vertu de l'article 191 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses de réorganisation ci-jointes;

Director - Directeur

June 11, 2003 / le 11 juin 2003

Date of Amendment - Date de modification

Canada



Industry Canada / Industrie Canada
Canada Business / Let entreprises sur les
Corporation Act / sociétés par actions

FORM 4
ARTICLES OF AMENDMENT
(SECTION 27 OR 177)

FORMULE 4
CLAUSES MODIFICATRICES
(ARTICLES 27 OU 177)

1 - Name of the Corporation - Dénomination sociale de la société EDIMENSIONS INC.	2 - Corporation No. / N° de la société 378613-6
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3 - The articles of the above-named corporation are amended as follows: / Les statuts de la société susmentionnée ci-dessus sont modifiés de la façon suivante:

Article 1 of the Articles of Incorporation of the Corporation is amended by deleting paragraph 1 thereof and inserting "NGRAIN (Canada) Corporation" in place thereof to change of the name of the Corporation effective on the issuance of the Certificate of Amendment.

Article 7 of the Articles of Incorporation of the Corporation is deleted and replaced with the following:

"The Directors may, between annual meetings, appoint one or more additional directors of the Corporation to serve until the next annual meeting, but the number of additional directors shall not at any time exceed one third of the number of directors who held office at the expiration of the last annual meeting of the Corporation."

Date June 4, 2003	Signature 	4 - Capacity of - En qualité de Director
For Departmental Use Only À l'usage de renseignements administratifs Date JUN 11 2003	Printed Name - Nom en lettres capitales Paul Lindahl	