

09-11-2003



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

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

102547242

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): MBC Acquisition Corp.

9.8.03

- 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: 09/04/2003

2. Name and address of receiving party(ies)

Name: MBC and Associates, Inc. Internal Address:

Street Address: 911 Hawkins Street City: Nashville State: TN Zip: 37203-4742

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Tennessee 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) None

B. Trademark Registration No.(s) 1,838,863 1,844,651 and 1,918,280

Additional number(s) attached Yes No

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

Name: Robert P. Felber, Jr.

Internal Address: Nashville City Center

Waller Lansden Dortch & Davis PLLC

Street Address: 511 Union Street

City: Nashville State: TN Zip: 37219

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41) \$ 90.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Robert P. Felber, Jr. Name of Person Signing

Signature

September 8, 2003 Date

Total number of pages including cover sheet, attachments, and document: 4

09/10/2003 ECOMPER 00000131 1838863

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

01 FC:8521 02 FC:8522

40.00 OP 50.00 OP

TRADEMARK REEL: 002821 FRAME: 0018

FILED

**ARTICLES OF AMENDMENT TO THE CHARTER
OF
MBC ACQUISITION CORP.**

RECEIVED
OF TENNESSEE
2003 MAY 27 PM 11: 32
RILEY DARNELL
SECRETARY OF STATE

RECEIVED
OF TENNESSEE
2003 SEP -4 PM 3: 52
RILEY DARNELL
SECRETARY OF STATE

To the Secretary of State of the State of Tennessee:

Pursuant to the provisions of Section 48-20-106 of the Tennessee Business Corporation Act, as amended, the undersigned corporation (the "Corporation") submits these Articles of Amendment to its Charter:

- 1. The name of the corporation is MBC Acquisition Corp.
- 2. Article 1 of the Charter is hereby amended and restated in its entirety to

read as follows:

"The name of the Corporation is MBC and Associates, Inc. (the "Corporation")."

- 3. The amendment was duly adopted by the Sole Director and the Sole Shareholder of the Corporation on May 23, 2003.
- 4. Except as otherwise set forth herein, all other provisions of the Corporation's Charter shall remain in full force and effect.
- 5. This Amendment shall be effective when filed with the Tennessee Secretary of State.

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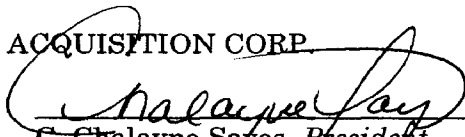
4824 0312

4902 0466

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be signed in its name and on its behalf by its president on this 23d day of May, 2003

MBC ACQUISITION CORP.

By:



C. Chalayne Sayes, *President*

M. Burnster
FILE 12

Secretary of State
Division of Business Services
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, Tennessee 37243

DATE: 09/04/03
REQUEST NUMBER: 4902-0465
TELEPHONE CONTACT: (615) 741-2286
FILE DATE/TIME: 09/04/03 1552
EFFECTIVE DATE/TIME: 09/04/03 1630
CONTROL NUMBER: 0446106

TO:
WALLER LANSDEN DORTCH & DAVIS
511 UNION STREET
STE 2100
NASHVILLE, TN 37219-1760

Davidson County CHARTER
Recvd: 09/05/03 13:58 3pgs
Fees:7.00 Taxes:0.00

RE:
MBC AND ASSOCIATES, INC.
ARTICLES OF AMENDMENT TO THE CHARTER


20030905-0130145

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED DOCUMENT WITH AN EFFECTIVE DATE AS INDICATED ABOVE.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE.

PLEASE BE ADVISED THAT THIS DOCUMENT MUST ALSO BE FILED IN THE OFFICE OF THE REGISTER OF DEEDS IN THE COUNTY WHEREIN A CORPORATION HAS ITS PRINCIPAL OFFICE IF SUCH PRINCIPAL OFFICE IS IN TENNESSEE.

FOR: ARTICLES OF AMENDMENT TO THE CHARTER

ON DATE: 05/27/03

FROM:
WALLER LANSDEN DORTCH & DAVIS (511 UNION
SUITE 2100
511 UNION STREET
NASHVILLE, TN 37219-1760

RECEIVED: FEES \$20.00 \$0.00
TOTAL PAYMENT RECEIVED: \$20.00

RECEIPT NUMBER: 00003298920
ACCOUNT NUMBER: 00000832



Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE

SS-4458

RECORDED: 09/08/2003

TRADEMARK
REEL: 002821 FRAME: 0021