

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

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

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):

TelAmerica Media Incorporated

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

Additional name(s) of conveying party(ies) attached?

Yes No

2. Name and address of receiving party(ies)

Name: Creative Product Concepts, Inc.

Internal Address:

Street Address: The Drexel Building

1435 Walnut Street, 4th Floor

City: Philadelphia State: PA Zip: 19103

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation - 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) N/A

Additional name(s) & address (es) attached?

Yes No

3. Nature of Conveyance:

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

Execution Date: November 28, 2001

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

A. Trademark Application No.(s): 76/270,725

B. Trademark Registration No.(s) N/A

Additional number(s) attached Yes No

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

Name: Karol A. Kepchar

Street Address:

AKIN GUMP STRAUSS HAUER & FELD LLP
1333 NEW HAMPSHIRE AVENUE, N.W.

City: WASHINGTON State: DC Zip: 20036-1564

Attorney Ref. No.: 209046.5003

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41)..... \$40.00

Enclosed (check)

Authorized to be charged to deposit account


8. Deposit account number: 50-2310 - The PTO is authorized to charge any additional fees which may be due.

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.

Karol A. Kepchar

Name of Person Signing


Signature

April 2, 2004

Date

Total number of pages including cover sheet, attachments, and document 2

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

CH \$40.00 602310 76270726

02/13/2002 16:22 FAX 6097996222

DRINKER BIDDLE SHANLEY

STATE OF DELAWARE
SECRETARY OF STATE 003
DIVISION OF CORPORATIONS
FILED 09:00 AM 02/13/2002 *
020096990 - 2365941

**CERTIFICATE OF AMENDMENT
OF
AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
TELAMERICA MEDIA INCORPORATED**

* * *

TelAmerica Media Incorporated, a corporation organized and existing under and by virtue of the Delaware General Corporation Law (the "Corporation") DOES HEREBY CERTIFY THAT:

FIRST: The Board of Directors of the Corporation has adopted a resolution proposing and declaring advisable and in the best interests of the Corporation the following amendment to article FIRST of the Amended and Restated Certificate of Incorporation of the Corporation, to read in its entirety as follows (the "Charter Amendment"):

"The name of the corporation is Creative Product Concepts, Inc."

SECOND: The stockholders of the Corporation, pursuant to a written consent of stockholders executed pursuant to Section 228 of the Delaware General Corporation Law, have adopted and approved the Charter Amendment in accordance with the provisions of Section 212 of the Delaware General Corporation Law.

THIRD: The Charter Amendment has been duly adopted and approved in accordance with the provisions of Section 242 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, TelAmerica Media Incorporated has caused this Certificate of Amendment of Amended and Restated Certificate of Incorporation to be executed by a duly authorized officer of the Corporation this 28th day of November, 2001.

TELAMERICA MEDIA INCORPORATED

By: 
Lance T. Funston,
Chairman and Chief Executive Officer

PR036669V1