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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): HQ Global Workplaces, Inc. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [X] Corporation-State Delaware [] Other Additional name(s) of conveying party(ies) attached? [] Yes [X] No

2. Name and address of receiving party(ies) Name: HOGW, Inc. Internal Address: Street Address: 15305 Dallas Parkway City: Addison State: TX Zip: 75001 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [X] Corporation-State Delaware [] Other If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [X] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [] Yes [X] No

OFFICE OF PUBL. RECORDS 2003 OCT -3 AM 9:27 FINANCE SECTION

3. Nature of conveyance: [] Assignment [] Merger [] Security Agreement [X] Change of Name [] Other Execution Date: September 10, 2003

4. Application number(s) or registration number(s): A. Trademark Application No(s) B. Trademark Registration No(s) 2,471,282 Additional number(s) attached [] Yes [X] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Penny Simmons-Lennox Internal Address: Attention Trademark Administrator Testa Hurwitz & Thibault, LLP Street Address: 125 High Street City: Boston State: MA Zip: 02110

6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41) \$40.00 [X] 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

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. Penny Simmons-Lennox Name of Person Signing [Signature] Signature September 30, 2003 Date

Total number of pages including cover sheet, attachments, and document: 8

Mail documents to be recorded with required cover sheet information to: Mail Stop Assignment Recordation Services Director of the United States Patent and Trademark Office P. O. Box 1450 Alexandria, VA 22313-1450

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**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
HQ GLOBAL WORKPLACES, INC.**

*(Pursuant to the provisions of Section 242 and Section 303
of the Delaware General Corporation Law)*

The undersigned, Peter Harris, Executive Vice President of HQ GLOBAL WORKPLACES, INC., hereby certifies:

1. The name of the Corporation is HQ GLOBAL WORKPLACES, INC. (the "Corporation").
2. The Certificate of Incorporation was filed with the Delaware Secretary of State on May 24, 2000.
3. The amendment of the Certificate of Incorporation effected by this Certificate of Amendment is to change ARTICLE 1, relating to the name of the Corporation, and ARTICLE 2, relating to the registered office and registered agent of the Corporation.
4. To accomplish the foregoing:

ARTICLE 1 of the Certificate of Incorporation is hereby amended to read in its entirety as follows:

"1: Name.

The name of this corporation is HQGW, Inc. (the "Corporation")."

ARTICLE 2 of the Certificate of Incorporation is hereby amended to read in its entirety as follows:

"2: Registered Office and Agent.

The Corporation's registered office in the State of Delaware is 15 East North Street, Dover, Delaware 19901, County of Kent, and its registered agent at such address is United Corporate Services, Inc."

5. This amendment was approved unanimously by action of the Stockholder of the Corporation and authorized in accordance with Section 303 of the Delaware General Corporation Law. The date of the Corporation's petition for relief under Chapter 11 of title 11 of

the United States Code (the "Bankruptcy Code") is March 13, 2002. The Bankruptcy Court for the District of Delaware has jurisdiction over the bankruptcy case of the Corporation. The bankruptcy case is titled In re: HQ Global Holdings, Inc., a Delaware corporation, et al., Jointly Administered Case No. 02-10760 (MFW). The Confirmation Date of the Corporation's Second Amended Joint Plan of Reorganization, as modified, is September 10, 2003. The anticipated effective date of such plan of reorganization is September 26, 2003.

IN WITNESS WHEREOF, this Certificate of Amendment has been signed this 10th day of September, 2003.

HQ GLOBAL WORKPLACES, INC.

By: /s/ Peter H. Harris
Name: Peter H. Harris
Title: Executive Vice President

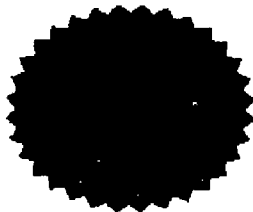
Delaware

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 "HQ GLOBAL WORKPLACES, INC.", CHANGING ITS NAME FROM "HQ GLOBAL WORKPLACES, INC." TO "HQGW, INC.", FILED IN THIS OFFICE ON THE TENTH DAY OF SEPTEMBER, A.D. 2003, AT 12:09 O'CLOCK P.M.

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2625238

DATE: 09-10-03

RECORDED: 10/03/2003

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