

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

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

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):

Affinity Corporation

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State California, 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: August 8, 2003

2. Name and address of receiving party(ies)

Name: Sysdome, Inc.

Internal

Address:

Street Address: 5230 Las Virgenes Road

City: Calabasas State: CA Zip: 91302

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State California, 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)

B. Trademark Registration No.(s) 2,830,059

Additional number(s) attached Yes No

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

Name: Joan Kupersmith Larkin

Internal Address: Seyfarth Shaw LLP

Street Address: 2029 Century Park East, #3300

City: Los Angeles State: CA Zip: 90087

6. Total number of applications and registrations involved:

1

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

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

50-2291

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9. Signature.

Joan Kupersmith Larkin

Name of Person Signing

Signature

June 3, 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

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**CERTIFICATE OF AMENDMENT
OF THE AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
AFFINITY CORPORATION**

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

AUG 22 2003

**KEVIN SHELLEY
Secretary of State**

THE UNDERSIGNED, Kevin Coop and Roger Jackson, certify that:

1. They are the duly elected President and Secretary, respectively, of Affinity Corporation, a California corporation (this "Corporation").
2. The First Article of the Amended and Restated Articles of Incorporation of the Corporation is amended to read as follows:

"Article I

The name of this Corporation is Sysdome, Inc."

3. The foregoing amendment of the Amended and Restated Articles of Incorporation of this Corporation has been duly approved by the Board of Directors.
4. The foregoing amendment of the Amended and Restated Articles of Incorporation of this Corporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The total number of outstanding shares of this Corporation is 172,560 shares of Common Stock, 2,067,669 shares of Series A Preferred Stock, and 2,742,500 shares of Series B Preferred Stock. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50% of each class.

The undersigned further declares under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of his own knowledge.

Dated as of this 8 day of August, 2003.



Kevin Coop, President

Roger Jackson, Secretary

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