

03-12-2004

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)



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

Tab settings ⇌ ⇌ ⇌ ▼

102692115

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

1. Name of conveying party(ies): 3.16.04

ATELIER INTERNATIONAL INC.

- 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: May 2, 2003

2. Name and address of receiving party(ies)

Name: BRUSHSTROKES FINE ART INC.

Internal Address: _____
Address: _____

Street Address: 60 Leek Crescent

City: Markham State: Ontario Zip: L4B 1H2

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

244877, 1469371, 2281999

Additional number(s) attached Yes No

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

Name: Riches, McKenzie & Herbert LLP

Internal Address: _____

Street Address: 2 Bloor Street East, Suite 1800

City: Toronto State: Ontario Zip: M4W 3J5

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:

18-1350

(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.

Paul Herbert - Reg. No. 27,278

Name of Person Signing

[Signature]

Signature

March 4, 2004

Date

Total number of pages including cover sheet, attachments, and document: 5

03/11/2004 NBETRCHIE 00000062 244877

01 FC:0521
02 FC:0522

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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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REEL: 002925 FRAME: 0206

C A N A D A

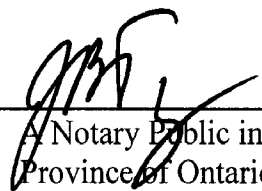
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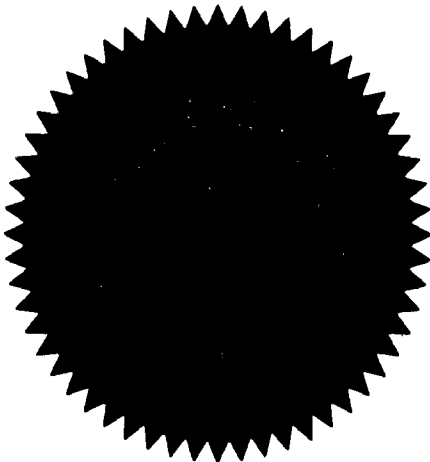
) TO WHOM ALL THESE
) PRESENTS MAY COME, BE
) SEEN OR KNOWN
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I, **JACK BERNARD TANNERYA**, a Notary Public in and for the Province of Ontario, by Royal Authority duly appointed, residing in the City of Toronto, in the said Province, **DO CERTIFY AND ATTEST** that the paper-writing hereto annexed is a true copy of a document produced and shown to me and purporting to be the Articles of Amendment changing the name of Atelier International Inc. to Brushstrokes Fine Art Inc. effective on May 2, 2003, the said copy having been compared by me with the said original document, an act whereof being requested, I have granted under my Notarial Form and Seal of Office to serve and avail as occasion shall or may require.

IN TESTIMONY WHEREOF I have hereto subscribed my name and affixed my Notarial Seal of Office at Toronto, Ontario, this 16th day of February, 2004.



A Notary Public in and for the
Province of Ontario



2022173



**Ministry of
 Consumer and
 Ontario Business Services**

**Ministère des Services
 aux consommateurs
 et aux entreprises**
CERTIFICAT
 Ceci certifie que les présents status
 entrent en vigueur le

This is to certify that these articles
 are effective on

MAY 02 MAI, 2003

[Signature]

Director / Directrice
 Business Corporations Act / Loi sur les sociétés par actions

**ARTICLES OF AMENDMENT
 STATUTS DE MODIFICATION**

Form 3
 Business
 Corporations
 Act

Formule 3
 Loi sur les
 sociétés par
 actions

1. The name of the corporation is: (Set out in BLOCK CAPITAL LETTERS)
 Dénomination sociale actuelle de la société: (Écrire en LETTRES MAJUSCULES SEULEMENT):

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2. The name of the corporation is changed to (if applicable): (Set out in BLOCK CAPITAL LETTERS)
 Nouvelle dénomination sociale de la société (s'il y a lieu): (Écrire en LETTRES MAJUSCULES SEULEMENT):

| | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
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3. Date of incorporation/amalgamation:
 Date de la constitution ou de la fusion:

2003 02 05

(Year, Month, Day)
 (année, mois, jour)

4. Complete only if there is a change in the number of directors or the minimum / maximum number of directors.
 Il faut remplir cette partie seulement si le nombre d'administrateurs ou si le nombre minimal ou maximal d'administrateurs a changé.

Number (or minimum and maximum number) of directors is/are: number or minimum and maximum
 Nombre (ou nombres minimal et maximal) d'administrateurs: nombre ou minimal et maximal

- 5. The articles of the corporation are amended as follows:
Les statuts de la société sont modifiés de la façon suivante :

The articles of the Corporation be and they are hereby amended to change the name of the Corporation to BRUSHSTROKES FINE ART INC.

- 6. The amendment has been duly authorized as required by sections 168 and 170 (as applicable) of the *Business Corporations Act*.
La modification a été dûment autorisée conformément aux articles 168 et 170 (selon le cas) de la Loi
- 7. The resolution authorizing the amendment was approved by the shareholders/directors (as applicable) of the corporation on
Les actionnaires ou les administrateurs (selon le cas) de la société ont approuvé la résolution

2003 04 09

(Year, Month, Day)
(année, mois, jour)


These articles are signed in duplicate.
Les présents statuts sont signés en double exemplaire.

Atelier International Inc.

(Name of Corporation)
(Dénomination sociale de la société)

(If the name is to be changed by these articles set out current name)
(Si l'on demande un changement de nom, indiquer ci-dessus la dénomination sociale actuelle).

By/
Par :



(Signature)
(Signature)

Mitchell Wine, President

(Description of Office)
(Fonction)