

Form PTO-1594  
(Rev. 10/02)  
OMB No. 0651-0027 (exp. 6/30/2005)  
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**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):  
Axiohm Transaction Solutions, Inc.  
950 Danby Road  
Ithaca, NY 14850

Individual(s)                       Association  
 General Partnership             Limited Partnership  
 Corporation-State                      Delaware  
 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: January 14, 2004

2. Name and address of receiving party(ies)  
Name: ATSI Holdings, Inc.

Internal Address: \_\_\_\_\_

Street Address: 950 Danby Road  
City: Ithaca State: NY Zip: 14850

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Delaware  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be 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)  
74/268,760

B. Trademark Registration No.(s)

Additional number(s) attached  Yes  No

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

Name: Conrad A. Hansen  
Moore, Hansen & Sumner, PLLP

Internal Address: \_\_\_\_\_

Street Address: Suite 4850  
225 South Sixth Street

City: Minneapolis State MN Zip: 55402

6. Total number of applications and registrations involved: .....

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

Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
13-4300

(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.*

Conrad A. Hansen                      Conrad A. Hansen                      9-27-2004  
Name of Person Signing                      Signature                      Date

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

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

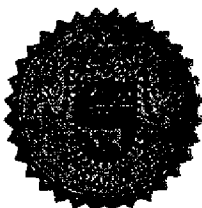
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# Delaware

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 "AXIOHM TRANSACTION SOLUTIONS, INC.", CHANGING ITS NAME FROM "AXIOHM TRANSACTION SOLUTIONS, INC." TO "ATSI HOLDINGS, INC.", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF JANUARY, A.D. 2004, AT 7:05 O'CLOCK P.M.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

3212377 8100

AUTHENTICATION: 3346019

040659984

DATE: 09-13-04

TRADEMARK  
REEL: 002945 FRAME: 0879

**CERTIFICATE OF AMENDMENT OF  
CERTIFICATE OF INCORPORATION OF  
AXIOHM TRANSACTION SOLUTIONS, INC.**

It is hereby certified that:

1. The name of the Corporation (the "Corporation") is Axiohm Transaction Solutions, Inc.
2. The Certificate of Incorporation of the Corporation is hereby amended by deleting in its entirety Article First thereof and by substituting in lieu of said Article the following new Article:  
  
"FIRST: The name of the Corporation is ATSI Holdings, Inc."
4. The amendment of the Certificate of Incorporation of the Corporation herein certified was duly adopted in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

Dated: January 14, 2004

/s/ Lindsey N. Allen  
Lindsey N. Allen, President

CH114087166.1

*State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 07:05 PM 01/14/2004  
FILED 07:05 PM 01/14/2004  
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