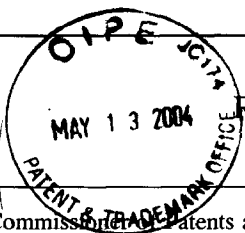


05-18-2004



RECORDED



102747262

Attorney Docket No.:
033124:001-006/011-013

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

1. Name of conveying party(ies):

Elon College
101 Haggard Avenue
Elon, NC 27244

- Individual(s)
- General Partnership
- Corporation -
- Association
- Limited Partnership

Other: Non-Profit Private Educational Institution

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Merger
- Change of Name

Other:

Execution Date: June 1, 2001

2. Name and address of receiving party(ies):

Name: Elon University

Address: 100 Campus Drive
Elon, NC 27244

Individual(s)

- Association
- General Partnership
- Limited Partnership
- Corporation -
- Other: Non-Profit Private Educational Institution

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation 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):

76/227,145; 76/975,713; 76/975,712; 76/172,411; 76/227,144

B. Trademark Registration No.(s)

2,644,172; 2,644,043; 2,792,715; 2,514,968

Additional numbers attached? Yes No

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

Name: Bassam N. Ibrahim
Address: Burns, Doane, Swecker & Mathis
Post Office Box 1404
Alexandria, Virginia 22313-1404

6. Total number of applications and registrations involved: 9

7. Total fee (37 CFR 3.41): \$ 240

- Enclosed
- Authorized to be charged to deposit account, if necessary

8. Deposit account number:

02-4800

(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.

Bryce J. Maynard
Name of Person Signing

Signature

May 13, 2004
Date

Total number of pages including cover sheet, attachments, and document: 6

05/17/2004 DBYRNE 00000064 76227145

~~01 FC:0521~~

~~40.00-0P~~

05/17/2004 DBYRNE 00000064 76227145 40.00-0P 200.00-0P 01 FC:0521 02 FC:0522

ELON UNIVERSITY



Articles of Amendment and Restated Charter of Elon University

WHEREAS, The Board of Trustees of Elon College, in a meeting duly called and held in accordance with the College Charter and By-Laws on the 11th day of October 2000, having determined that the institution has the program, personnel, students, and trustees worthy of recognition as a university, unanimously voted that the institution should, on the 1st day of June 2001, become Elon University by name and status;

WHEREAS, The Board of Trustees of Elon College have likewise voted on the 13th day of March 2001 that the College Charter be amended to reflect the change to Elon University, as hereinafter recited; now, therefore, be it

RESOLVED, That the Charter of Elon University shall read as follows:

- 1) The name of this Corporation is Elon University.
- 2) The street and mailing address and county of the registered office of the Corporation is Elon University, 100 Campus Drive, Elon, NC 27244, Alamance County.
- 3) The registered agent in charge on whom process against the Corporation may be served is Leo M. Lambert, President of the University.
- 4) The Corporation does not have members.
- 5) The street and mailing address and county of the principal office of the Corporation is Elon University, 100 Campus Drive, Elon, NC 27244, Alamance County.
- 6) The Corporation is and shall continue to be non-profit, and it shall have no capital stock.
- 7) The Corporation shall have perpetual existence and a corporate seal and shall be able and capable in law to sue and be sued and to plead and be impleaded in all courts. It shall take, receive, and possess all real and personal property which may be given to it

and apply the same according to the wishes of the donors to the purposes for which this Corporation is created. The Corporation shall have the right, power, and authority to purchase, take, receive, or otherwise acquire, hold and possess such real and personal property as it may deem necessary or desirable in carrying out the purpose for which it was created and the right, power, and authority to borrow money, mortgage, sell, convey, transfer, assign, hypothecate, or otherwise dispose of such real and personal property.

- 8) The individuals whose names are attached to this amended and restated Charter, having given assent thereto, are at least two-thirds (2/3) of the current members of the Board of Trustees of Elon College who are the successors of the original Incorporators and Trustees named in Chapter 216 of the Private Laws of North Carolina, Session of 1889, incorporating Elon College, the memory of whom is perpetuated.
- 9) The objects of the Corporation are to provide equipment and facilities necessary to the success of a university offering higher education and learning in the liberal arts and sciences and selected professional fields as may appear expedient or useful, and to confer on those who are deemed worthy such honors and degrees as are conferred by similar institutions.
- 10) The Corporation and the University that it owns and operates shall be affiliated with the Southern Conference of the United Church of Christ. The President of the Conference and Conference Minister (Executive Vice President), or their successors in office, shall be ex-officio members of the Board of Trustees of the Corporation for the purpose of sitting with and counseling with said Board at its meetings, but they shall have no vote and shall not be counted for purposes of determining a quorum.
- 11) The affairs of the Corporation shall be administered by a self-perpetuating Board of Trustees consisting of forty-one (41) persons: thirty-six (36) regular Trustees shall serve four-year terms evenly staggered so that one fourth (1/4) of the members' terms expire on May 31 of each year. At least one sixth (1/6) of the Trustees, excluding youth and ex-officio Trustees, shall be members of the United Church of Christ.
- 12) The following are the powers and responsibilities of the Board of Trustees:
 - A. The Board of Trustees shall elect such officers of the Corporation as are deemed necessary by a process to be specified in the By-Laws, including at least the following:
 - 1) Chair
 - 2) Vice Chair
 - 3) President
 - 4) Secretary
 - 5) Treasurer
 - B. The Board of Trustees shall appoint a President of the University to serve under such terms and conditions as shall be determined by the Board. The President shall be an ex-officio member of the Board of Trustees and shall have no vote. He shall be the chief executive officer of the Corporation and the University, charged with administering the affairs of the Corporation and the University under the authority and direction of the Board of Trustees.

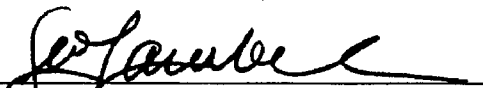
- C. The power to appoint or remove all employees of the University rests with the Board of Trustees and is exercised through the President and Administrative Staff of the University.
 - D. The Board of Trustees shall set policies concerning the programs of study to be offered by the University.
 - E. The Board of Trustees shall have the power to make By-Laws and regulations not inconsistent with the laws of the State of North Carolina or of this Charter for the discharge of its functions and for the governance of the University.
- 13) The Board of Trustees shall hold at least one meeting during each calendar year at the University.
 - 14) The faculty of the University shall be delegated the power to approve, on the recommendation of the President and under such policies as may be prescribed by the Board of Trustees, the awarding of all earned degrees conferred by Elon University.
 - 15) In order to carry out the objectives and purposes for which this Corporation was created, the Board of Trustees shall have full power and authority generally to perform all acts which may be deemed necessary or expedient for the proper and successful carrying out of such objectives and purposes.
 - 16) This Charter may be amended or changed by a two-thirds (2/3) vote of those present and voting at any regular meeting of the Board or at any special meeting called for that purpose. Notice of the substance of the proposed amendment must be sent to all Trustees at least ten (10) days before the meeting.
 - 17) This Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
 - 18) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 9 hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
 - 19) Upon the dissolution of the Corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation, exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated

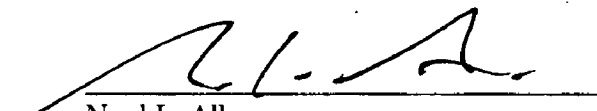
exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, as the Board of Trustees shall determine.


- 20) Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.
- 21) There are no members of the Corporation having voting rights. The above amendment received the affirmative vote of not less than two-thirds (2/3) of the members of the Board of Trustees in office.

In testimony whereof, the Corporation has caused this document to be executed in its name by its President, Chair, and Secretary this 1st day of June 2001.

ELON UNIVERSITY

By: 
Leo M. Lambert
President


Noel L. Allen
Chair


Thomas E. Powell, III
Secretary

TRUSTEES' ASSENT TO CHANGE

The individuals listed below, being at least two thirds (2/3) of the members of the Board of Trustees of Elon College, at a meeting regularly called and held on the 13th day of March 2001, voted in favor of amending and restating the Charter and the amendments to the Charter heretofore made, as set out herein; pursuant to law.

Noel L. Allen
Barbara D. Bass
Thomas E. Chandler
Wallace L. Chandler
Robert T. Drakeford
Gail M. Drew
Edmund R. Gant
Sherrill G. Hall
William A. Hawks
Michele S. Hazel
Victoria S. Hunt
Maurice H. Jennings, Jr.
Robert R. Lane
Donald A. Lopes

Frank R. Lyon
James W. Maynard
G. Melvin Palmer
James B. Powell
Thomas E. Powell, III
Warren G. Rhodes
Mark S. Richter
Feliciano S. Sabates III
Mary B. Straub
Richard L. Thompson
Walter C. Tims
Zachary T. Walker III
Robert A. Ward