

5/25/04

05-27-2004

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

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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): Garfield & Marks Designs, Ltd.
Individual(s) Association
General Partnership Limited Partnership
Corporation-State (New York)
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: GM Design Group Ltd.
Internal Address:
Street Address: 525 7th Avenue, 15th Floor
City: New York State: NY Zip: 10018
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State New York
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

3. Nature of conveyance:
Assignment Merger
Security Agreement Change of Name
Other
Execution Date: March 29, 2000

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
75/031,130
Additional number(s) attached Yes No

B. Trademark Registration No.(s) 1,302,743; 1,332,297; 1,452,275; 1,658,611; 1,912,610; 2,164,189; 2,210,733
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Martha Gayle Barber
Internal Address: Alston & Bird LLP
Street Address: 101 South Tryon Street
Suite 4000
28280-
City: Charlotte State: NC Zip: 4000

6. Total number of applications and registrations involved: 8
7. Total fee (37 CFR 3.41).....\$ 215.00
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.
Martha Gayle Barber
Name of Person Signing Signature Date 5-18-04
Total number of pages including cover sheet, attachments, and document: 4

05/26/2004 MGETACHE 00000013 75031130
1 FC:8521 40.00 DP
2 FC:8522 175.00 DP

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002975 FRAME: 0453

1000405000 714

CERTIFICATE OF AMENDMENT
OF
THE CERTIFICATE OF INCORPORATION
OF
GARFIELD & MARKS DESIGNS, LTD.

(Under Section 805 of the Business Corporation Law)

FILED
APR 5 3 53 PM '00

RECEIVED
APR 5 2 19 PM '00

STATE OF NEW YORK
DEPARTMENT OF STATE
FILED APR 05 2000
TAX \$ _____
BY: dn
New York

Filed By:

Kaye, Scholer, Fierman, Hays & Handler, LLP
425 Park Avenue
New York, NY 10022

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CUSTOMER REF. #

5920495

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RECEIVED
APR 5 10 13 AM '00

LDS-50
DRAWDOWN

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
GARFIELD & MARKS DESIGNS, LTD.

1-000405000714

Under Section 805 of the Business Corporation Law

- FIRST: The name of the corporation is: Garfield & Marks Designs, Ltd.
- SECOND: The certificate of the incorporation of the Corporation was filed by the Department of State on October 27, 1993.
- THIRD: The certificate of incorporation of the Corporation is hereby amended in the following respects:
 - a) The Corporation is amending its name from Garfield & Marks Designs, Ltd. to GM Design Group Ltd.

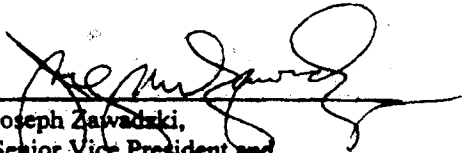
FOURTH: To accomplish the foregoing amendment, Article First of the Certificate of Incorporation, relating to the Corporations' name is hereby stricken out in its entirety and the following new Article FIRST is substituted in lieu thereof:

FIRST: The name of the Corporation is:
GM Design Group Ltd.

FIFTH: The manner in which the foregoing amendment of the Certificate of Incorporation was authorized was, first by unanimous written consent of all of the directors; and then, by unanimous written consent of the holders of all of the outstanding shares entitled to vote thereon.

I hereby affirm under the penalties of perjury that the statements in this certificate are true.

Dated: March 27, 2000


Joseph Zawadzki,
Senior Vice President and
Chief Financial Officer

Doc #30088760.WPD