

7/27/04

08-09-2004

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/20)



102809644

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

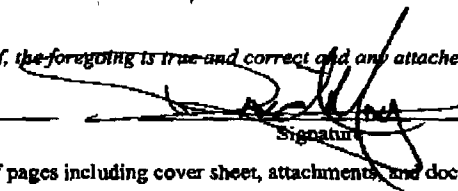
To the Honorable Commissioner of Patents and Trademarks attached original documents or copy thereof.

<p>1. Name of conveying party(ies):</p> <p>Rita's Water Ice, Inc. 1525 Ford Road Bensalem, PA 19020 United States</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: <u>Rita's Properties, Inc.</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>1525 Ford Rd.</u></p> <p>City: <u>Bensalem</u> Country: <u>United States</u> Zip: <u>19020</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Pennsylvania</u> <input type="checkbox"/> Other _____</p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small></p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other: _____</p> <p>Execution Date: <u>August 22, 2003</u></p>	<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p> <p><u>76/404,540</u> <u>76/585,540</u> <u>76/585,541</u> <u>75/616,903</u></p> <p>B. Trademark Registration No.(s)</p> <p><u>1,853,742</u> <u>1,856,885</u> <u>1,851,607</u> <u>1,946,522</u> <u>2,260,069</u> <u>2,377,177</u> <u>2,384,763</u> <u>2,614,610</u> <u>2,666,458</u> <u>2,122,544</u></p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Nixon Peabody LLP</u></p> <p>Internal Address: <u>Suite 900</u></p> <p>Street Address: <u>401 9th Street, N.W.</u></p> <p>City: <u>Washington</u> State: <u>DC</u> Zip: <u>20004</u></p>	<p>6. Total number of applications and registrations involved: 14</p> <p>7. Total fee (37 CFR 3.41) \$ <u>365.00</u></p> <p><input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number:</p> <p><u>19-2380</u></p> <p><small>(Attach duplicate copy of this page if paying by deposit account)</small></p>

DO NOT USE THIS SPACE

08/06/2004 6TON11 00000030 192380 76404540
01 FC:8521 40.00 DA
02 FC:8522 325.00 DA

9. Statement and signature.
To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document.

David L. May  7/20/2004
Name of Person Signing Signature Date

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

2003072-407

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Articles of Amendment-Domestic Corporation
(15 Pa.C.S.)

Entity Number
1781845

Business Corporation (§ 1915)
 Nonprofit Corporation (§ 5915)

Name
Eizen Fineburg & McCarthy, P.C.
Address
2001 Market Street, 34th Floor
City State Zip Code
Philadelphia Pennsylvania 19103

Document will be returned to the name and address you enter to the left.

Fee: \$52

Filed in the Department of State on 7/20/2004
Richard M. Carter
Secretary of the Commonwealth

In compliance with the requirements of the applicable provisions (relating to articles of amendment), the undersigned, desiring to amend its articles, hereby states that:

1. The name of the corporation is:
Rita's Water Ice, Inc.

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):
(a) Number and Street City State Zip County
1525 Ford Road Bensalem Pennsylvania 19020 Bucks
(b) Name of Commercial Registered Office Provider County
c/o

3. The statute by or under which it was incorporated:
Business Corporation Law Act of 1933

4. The date of its incorporation: April 27, 1984

5. Check and if appropriate complete, one of the following:
 The amendment shall be effective upon filing these Articles of Amendment in the Department of State
The amendment shall be effective on: _____ at _____
Date Hour

AUG 22 2004

2003072-408

DSCB:15-1915/5915-2

6. Check one of the following.

The amendment was adopted by the shareholders or members pursuant to 15 Pa.C.S. § 1914(a) and (b) or § 5914(a).

The amendment was adopted by the board of directors pursuant to 15 Pa. C.S. § 1914(c) or § 5914(b).

7. Check, and if appropriate, complete one of the following:

The amendment adopted by the corporation, set forth in full, is as follows

The name of the corporation shall be changed to "Rita's Properties, Inc."

The amendment adopted by the corporation is set forth in full in Exhibit A attached hereto and made a part hereof.

8. Check if the amendment restates the Articles:

The restated Articles of Incorporation supersede the original articles and all amendments thereto.

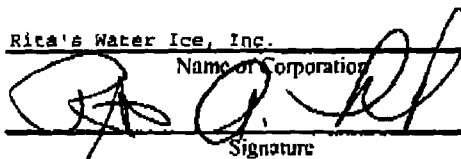
IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this

14th day of August

2003

Rita's Water Ice, Inc.

Name of Corporation



Signature

Robert A. Tumolo, President

Title

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

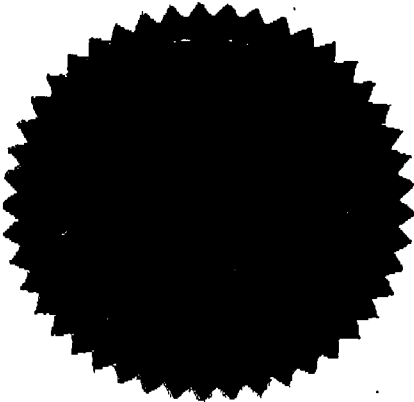
July 16, 2004

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

RITA'S PROPERTIES, INC.

I, Pedro A. Cortés, Secretary of the Commonwealth of Pennsylvania do hereby certify that the foregoing and annexed is a true and correct photocopy of Articles of Amendment

which appear of record in this department



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Secretary of the Commonwealth

tchilds