

To the Honorable Commissioner of Patents and Trade



Documents or copy thereof.
Conveying party(ies)

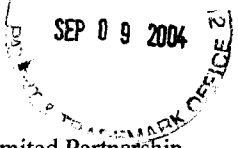
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9.9.04

1. Name of conveying party(ies):

Grace Advisors, Inc.

- Individual Association
General Partnership Limited Partnership
Corporation-State Delaware
Other



Name: UHY Advisors, Inc.

Internal Address:

Street Address: 3117 South Big Bend Blvd.

City: St. Louis State: MO Zip: 63143

- Individual Citizenship
Association
General Partnership
Limited Partnership
Corporation-State Delaware
Other

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

Additional names(s) & addresses(es) attached? Yes No

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

(Designation must be a separate document from the assignee)

3. Nature of conveyance:

- Assignment Merger
Security Agreement Change of Name
Other

Execution Date: July 12, 2004

4. Application number(s) or Registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,301,812

Additional numbers attached? Yes No

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

Name: Paul M. Denk, Esq.

Street Address: 763 South New Ballas Road, Ste 170

City: St. Louis State: MO Zip: 63141

6. Total number of applications and trademarks involved:

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

- Enclosed
Authorized to be charged to deposit account in case of any deficiency.

8. Deposit account number: 040731
(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 M. Denk

Name of person Signing

Signature

Date

9-2-04

09/14/2004 DBYRNE 00000102 2301812

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

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40.00 UP

State of Missouri



Matt Blunt
Secretary of State

CERTIFICATE OF AMENDMENT

WHEREAS,

UHY Advisors MO, Inc.
00258869

Formerly,

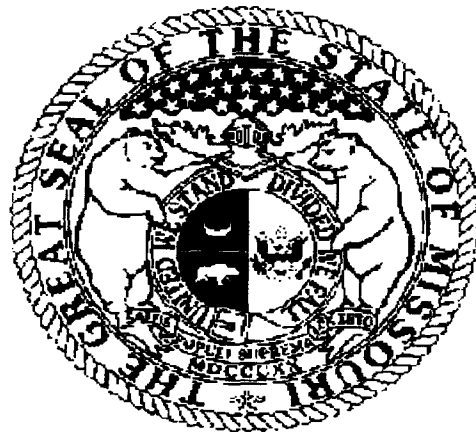
GRACE ADVISORS, INC.

a corporation organized under The General and Business Corporation Law has delivered to me a Certificate of Amendment of its Articles of Incorporation and has in all respects complied with the requirements of law governing the Amendment of Articles of Incorporation under The General Business Corporation Law, and that the Articles of Incorporation of said corporation are amended in accordance therewith.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 12th day of July, 2004.

Matt Blunt

Secretary of State





File Number: 200419521105
00258869
Date Filed: 07/12/2004
Matt Blunt
Secretary of State

Corporations Division
P.O. Box 778 / 600 W. Main Street, Rm 322
Jefferson City, MO 65102

Amendment of Articles of Incorporation
(To be submitted in duplicate)

Pursuant to the provisions of the General and Business Corporation Law of Missouri, the undersigned Corporation certifies the following:

1. The present name of the Corporation is Grace Advisors, Inc.

The name under which it was originally organized was Grace & Company, P.C.

2. An amendment to the Corporation's Articles of Incorporation was adopted by the shareholders on July 2, 2004
month/day/year

3. Article Number One is amended to read as follows:

"The name of the corporation is UHY Advisors MO, Inc."

State of Missouri
Amend/Restate - Gen Bus 3 Page(s)



T0419416628

(If more than one article is to be amended or more space is needed attach additional pages)

Corp #44 (12/02)

TRADEMARK
REEL: 003046 FRAME: 0626

4. Of the 15,000 shares outstanding, 15,000 of such shares were entitled to vote on such amendment.

The number of outstanding shares of any class entitled to vote thereon as a class were as follows:

Class	Number of Outstanding Shares
Common	15,000

5. The number of shares voted for and against the amendment was as follows:

Class	No. Voted For	No. Voted Against
Common	15,000	0

6. If the amendment changed the number or par value of authorized shares having a par value, the amount in dollars of authorized shares having a par value as changed is:

N/A

If the amendment changed the number of authorized shares without par value, the authorized number of shares without par value as changed and the consideration proposed to be received for such increased authorized shares without par value as are to be presently issued are:

N/A

7. If the amendment provides for an exchange, reclassification, or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, the following is a statement of the manner in which such reduction shall be effected:

N/A