

10-25-2004

Form PTO-1594 (Rev. 06/04)
OMB Collection 0651-0027 (exp. 6/30/2005)



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

10/21/04 RECC 102866907
TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Creative Edge, Inc.

- Individual(s) Association (*Inc.*)
 General Partnership Limited Partnership
 Corporation-State
 Other _____

Citizenship (see guidelines) *United States*

Execution Date(s) *November 3, 2003*

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: *Cover EDGE, Inc.*

Internal Address: *Suite 375*

Street Address: *4325 South Industrial Road*

City: *Las Vegas*

State: *Nevada*

Country: *United States* Zip: *89103*

Association Citizenship *United States*

General Partnership Citizenship _____

Limited Partnership Citizenship _____

Corporation Citizenship _____

Other _____ Citizenship _____

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)

3. Nature of conveyance:

- Assignment Merger
 Security Agreement Change of Name
 Other _____

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s) *2311549; 2270720; 2110021*

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

2311549 "No News Is Bad News"; 2270720 "Coveredge"; 2110021 "Cover Edge"

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

Name: *Charles W. Hanor, P.C.*

Internal Address: *P.O. Box 91319*

Street Address: *750 Rittiman Road*

City: *San Antonio*

State: *Texas* Zip: *78209*

Phone Number: *(210) 558-9500*

Fax Number: *(210) 558-9509*

Email Address: *chanor@hanor.com*

6. Total number of applications and registrations involved:

3

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ *90.00*

- Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature: *J. Leverett*

Signature

10/18/2004

Date

Tanice Leverett

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: *10*

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

10/22/2004 ECOOPER 0000060 2311549

01 FC:8521
02 FC:8522

40.00 OP
50.00 OP

TRADEMARK
REEL: 003067 FRAME: 0451

C27060-199C



DEAN HELLER
Secretary of State

202 North Carson Street
Carson City, Nevada 89701-4201
(775) 684 5708

**Certificate of
Amendment**
(PURSUANT TO NRS 78.385 and
78.390)

Office Use Only:

FILED

NOV 03 2003

Important: Read attached instructions before completing form.

Dean Heller
Secretary of State

Certificate of Amendment to Articles of Incorporation
For Nevada Profit Corporations
(Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)
- Remit in Duplicate -

1. Name of corporation: Creative Edge, Inc.

2. The articles have been amended as follows (provide article numbers, if available):

Article #1. Name changed to Creative Edge, Inc.

Article #11. Address changed to 4325 South Industrial Road,
Suite #375
Las Vegas, NV 89103

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is: 100%*

4. Officer Signature (Required):

[Handwritten Signature]

[Handwritten Signature]

*If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless of limitations or restrictions on the voting power thereof.

IMPORTANT: Failure to include any of the above information and remit the proper fees may cause this filing to be rejected.

C2706-199C



DEAN HELLER
Secretary of State

202 North Carson Street
Carson City, Nevada 89701-4201
(775) 684 5708

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Secretary of State

Certificate of Amendment to Articles of Incorporation
For Nevada Profit Corporations
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- Remit in Duplicate -

1. Name of corporation: Creative Edge, Inc.

2. The articles have been amended as follows (provide article numbers, if available):

Article #1. Name changed to Coverdale, Inc.

Article #11. Address changed to 4325 South Industrial Road.

Suite #375

Cos Vegas, NV 89103

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is: 100%.*

4. Officer Signature (Required):

[Handwritten Signature]

[Handwritten Signature]

*If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless of limitations or restrictions on the voting power thereof.

IMPORTANT: Failure to include any of the above information and remit the proper fees may cause this filing to be rejected.

STATE OF NEVADA, DEPARTMENT OF TREASURY, CLERK OF THE SECRETARY OF STATE, 150 N. CARSON STREET, CARSON CITY, NV 89701

C27060-199C



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Secretary of State

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Carson City, Nevada 89701-4201
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Certificate of Amendment to Articles of Incorporation
For Nevada Profit Corporations
(Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)
- Remit in Duplicate -

1. Name of corporation: Creative Edge, Inc.

2. The articles have been amended as follows (provide article numbers, if available):

Article #1. Name changed to Creative Edge, Inc.

Article #11. Address changed to 4375 South Industrial Road,

Suite #375

Las Vegas, NV 89103

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is: 100% *

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[Handwritten Signature]

[Handwritten Signature]

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