

03-29-2005

Form PTO-1594 (Rev. 03/05)
OMB Collection 0651-0027 (exp. 6/30/2005)

DEPARTMENT OF COMMERCE
Patent and Trademark Office



3-25-05 RECORDATA TRADEMARK 102968592

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):

Bay Travelgear, Inc.

- Individual(s)
- General Partnership
- Corporation- State: Delaware
- Other _____
- Association
- Limited Partnership

Citizenship (see guidelines) _____

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: Monarch Designs, Inc.

Internal

Address: _____

Street Address: 8388 E. Hartford Drive, Suite 102

City: Scottsdale

State: Arizona

Country: United States of America Zip: 85255

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship Delaware
- 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 /Execution Date(s) :

Execution Date(s) December 20, 2004

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

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

A. Trademark Application No.(s)
78/386,463 filed 3/18/2004 78/494,889 filed 10/5/2004
78/481,943 filed 9/10/2004

B. Trademark Registration No.(s)
2,583,243 registered 6/18/2002

Additional sheet(s) attached? Yes No

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

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

Name: Susan Stone Rosenfield

Internal Address: _____

Street Address: Fennemore Craig, P.C.
3003 North Central Avenue, Suite 2600

City: Phoenix

State: Arizona Zip: 85012

Phone Number: 602-916-5317

Fax Number: 601-916-5517

Email Address: srosenfield@fclaw.com

6. Total number of applications and registrations involved:

9

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 240.00

- 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 060590
Authorized User Name _____

9. Signature:

Susan Stone Rosenfield

Name of Person Signing

March 22, 2005

Date

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

OFFICE OF STRATEGIC RECORDS
FINANCE SECTION
2005 MAR 25 AM 11:30

03/28/2005 6TON11

00000136 78386463

01 FC:0521

40.00 OP

02 FC:0522

200.00 OP

TRADEMARK
REEL: 003140 FRAME: 0001

U.S. Trademark Registration Numbers

1,346,150 registered 7/2/1985

1,235,291 registered 4/19/1983

2,662,633 registered 12/17/2002

2,723,425 registered 6/10/2003

1,095,989 registered 7/11/1978

Delaware

PAGE 1

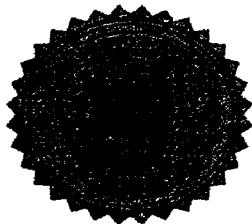
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "BAY TRAVELGEAR, INC.", CHANGING ITS NAME FROM "BAY TRAVELGEAR, INC." TO "MONARCH DESIGNS, INC.", FILED IN THIS OFFICE ON THE SEVENTH DAY OF JANUARY, A.D. 2005, AT 3:21 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3185934 8100

050016698



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3607281

DATE: 01-10-05

TRADEMARK
REEL: 003140 FRAME: 0003

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
BAY TRAVELGEAR, INC.

Bay Travelgear, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That, by written consent of the Board of Directors of said corporation as of December 20, 2004, resolutions were duly adopted setting forth a proposed amendment to the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and directing its officers to submit said amendment to the sole stockholder of said corporation for consideration thereof. The resolutions setting forth the proposed amendment are as follows:

WHEREAS, it is deemed to be advisable and in the best interest of the Corporation and its sole stockholder that the Corporation's Certificate of Incorporation be amended to change the name of the Corporation to Monarch Designs, Inc.

NOW, THEREFORE, BE IT RESOLVED, that Article 1 of the Corporation's Certificate of Incorporation be amended to read as follows:

"1. The name of this corporation is Monarch Designs, Inc."

RESOLVED FURTHER, that the officers of the Corporation be, and each of them hereby is, authorized, empowered and directed, on behalf of the Corporation, to submit the foregoing amendment to the sole stockholder of the Corporation for consideration thereof; and

RESOLVED FURTHER, that, following approval of the foregoing amendment by the sole stockholder of the Corporation,

the officers of the Corporation be, and each of them hereby is, authorized, empowered and directed, on behalf of the Corporation, to prepare or cause to be prepared and to execute a Certificate of Amendment of the Corporation's Certificate of Incorporation, to file or cause to be filed said Certificate of Amendment with the Delaware Secretary of State, and to execute such other documents and take such other actions as such officer or officers shall deem necessary, appropriate or advisable in order to carry out the intent and purposes of the foregoing resolutions.


SECOND: That, thereafter, by written consent of the holder of all of the issued and outstanding shares of capital stock of said corporation, the necessary number of shares required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

[Signature Page Follows]

IN WITNESS WHEREOF, BAY TRAVELGEAR, INC. has caused this
certificate to be signed by John Williams, its Chief Financial Officer, this 20th day of December,
2004.

BAY TRAVELGEAR, INC.
a Delaware corporation

By: 
John Williams, Chief Financial Officer

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