

06-26-2006

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)

DEPARTMENT OF COMMERCE
Patent and Trademark Office



RECORDATION
TRADEMARK
103264028

43

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

1. Name of conveying party(ies):

Fred Leighton Inc.

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

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance / Execution Date(s) :

Execution Date(s) _____

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Fred Leighton Holding Inc.

Internal

Address: _____

Street Address: 610 5th Avenue

City: New York

State: NY

Country: USA

Zip: 10020

- 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)

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)

1645941, 1636486

Additional sheet(s) attached? Yes No

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

Typed Drawing

Filed May 20, 1990

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

Name: Beckman, Lieberman & Barandes, LLP

Internal Address: Robert Barandes

Street Address: 116 John Street
Suite 1313

City: New York

State: NY Zip: 10038

Phone Number: (212) 608-3500

Fax Number: (212) 608-9687

Email Address: rbarandes@blbllp.com

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 65.00

- 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: [Signature]

Signature

Date

6/19/06

06/23/2006
01 FC:8521
02 FC:8522

DBYRME

00000180 1645941

40-00 DP
25-00 DP
Signature of Person Signing

Total number of pages including cover sheet, attachments, and document: 3

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

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REEL: 003358 FRAME: 0286

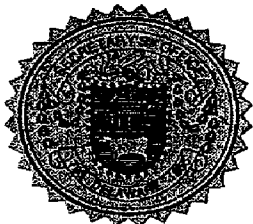
Delaware

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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 "FRED LEIGHTON INC.", CHANGING ITS NAME FROM "FRED LEIGHTON INC." TO "FRED LEIGHTON HOLDING INC.", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF APRIL, A.D. 2006, AT 5:04 O'CLOCK P.M.

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



4070923 8100

060378365

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4691442

DATE: 04-24-06

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STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION
OF FRED LEIGHTON INC.

FRED LEIGHTON INC., a Corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware ("Corporation") does hereby certify:

FIRST: That at a meeting of the Board of Directors of the Corporation resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said Corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said Corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this Corporation be amended by changing the Article thereof numbered "FIRST" so that, as amended, said Article shall be and read as follows:

"The name of the corporation shall be: Fred Leighton Holding Inc."

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said Corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as 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.

IN WITNESS WHEREOF, Fred Leighton Inc. has caused this certificate to be signed this 24th day of April, 2006.

By: /s/ Ralph Esmerian
Name: Ralph Esmerian
Title: President