

08-24-2006



30/2008)

6-19-06

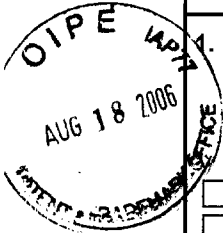
U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

103296269

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

JUN 19 PM 4:20

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



Re 8.18.06

1. Name of conveying party(ies):
Samba 1, Inc.

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

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: Fred Leighton 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)

3. Nature of conveyance / Execution Date(s):
Execution Date(s) April 7, 2006

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) 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@b1b1lp.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] Date: 6/15/06

Signature Date

06/20/2006 BYRNE 00000064 1645941

40-00 DP
25-00 DP
Page 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

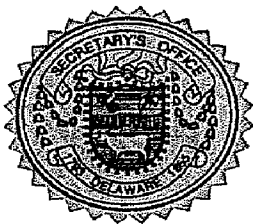
Delaware

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 "SAMBA 1, INC.", CHANGING ITS NAME FROM "SAMBA 1, INC." TO "FRED LEIGHTON INC.", FILED IN THIS OFFICE ON THE SEVENTH DAY OF APRIL, A.D. 2006, AT 11:58 O'CLOCK A.M.

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



4070923 8100

060328719

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4653588

DATE: 04-07-06

TRADEMARK
REEL: 003384 FRAME: 0615

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION
OF SAMBA 1, INC.

SAMBA 1, 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 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, SAMBA 1, INC. has caused this certificate to be signed this 7th day of April, 2006.

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