

11-08-2006



RECORDATION 103334359
TRADEMARKS ONLY

NOV -6 PM 12:34

70.9-11

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

1. Name of conveying party(ies):
Fuji Photo Film U.S.A., Inc

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

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies) Yes
Additional names, addresses, or citizenship attached? No

Name: FUJIFILM U.S.A., Inc.

Internal Address: 2nd Floor

Street Address: 200 Summit Lake Drive

City: Valhalla

State: New York

Country: U.S.A. Zip: 10595

Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship New York
 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) September 29, 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)
Per Schedule A attached

B. Trademark Registration No.(s)
Per Schedule A attached

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: Max F. Schutzman, Esq.

Internal Address: 25th Floor

Street Address: 399 Park Avenue

City: New York

State: New York Zip: 10022

Phone Number: 212-973-7723

Fax Number: 212-557-4415

Email Address: mschutzman@qdlisk.com

6. Total number of applications and registrations involved: 19

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 490.00

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

8. Payment Information:

a. Credit Card Last 4 Numbers 1005
Expiration Date 07/07

b. Deposit Account Number _____
Authorized User Name _____

00000157 78821051
40.00 DP
450.00 DP

9. Signature: [Signature] 11/1/06
Signature Date

Max F. Schutzman
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 01

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

11/07/2006 M3MHA1
01 FC 4452
02 FC 4852

SCHEDULE A

MARK

FILING DATE

SERIAL NUMBER

FUJIFILM U.S.A., Inc.

Applications:

AquaMask	02/22/06	78821051
GATOR SKIN	08/24/06	78960046
GET THE PICTURE	06/02/05	78642055
GET THE PICTURE	02/02/05	78641944
GETPIX	06/02/05	78641925
IMAGE GUARD	06/23/06	78915241
INTELLIGENT MEDIA INSERTS	04/27/06	78618308
LAB\$ENSE	02/09/04	78364896
LABSENSE	02/09/04	78364908
PixRx	03/07/06	78830881
TOUGH GRIP	08/24/06	78960057
YourPix Studio	09/07/06	78968928
YourStamps	04/25/06	78868885
YOURSTAMPS.COM	07/28/06	78940306

Registrations:

FOTO	04/30/03	78243860
GET THE REAL PICTURE	12/20/02	78196968
SABER	06/29/00	76081326
SMART SHOT	07/26/93	74417111
WHERE THE FUTURE'S STORED	05/30/97	75300538

363059_1

State of New York }
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

October 10, 2006



A handwritten signature in black ink, appearing to read "D. J. Aze", is written over the seal area.

Special Deputy Secretary of State

DOS-1266 (Rev. 11/05)

F060929000231

CSC 45
DRAW DOWN

New York State
Department of State
Division of Corporations, State Records
and Uniform Commercial Code
41 State Street
Albany, NY 12231
www.dos.state.ny.us

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF

Fuji Photo Film U.S.A., Inc.

(Insert Name of Domestic Corporation)

Under Section 805 of the Business Corporation Law

FIRST: The name of the corporation is: Fuji Photo Film U.S.A., Inc.

If the name of the corporation has been changed, the name under which it was formed is: _____

SECOND: The date of filing of the certificate of incorporation with the Department of State is:
October 28, 1965

THIRD: The amendment effected by this certificate of amendment is as follows: (Set forth each amendment in a separate paragraph providing the subject matter and full text of each amended paragraph. For example, an amendment changing the name of the corporation would read as follows: Paragraph *First* of the Certificate of Incorporation relating to *the corporation name* is hereby amended to read as follows: *First: The name of the corporation is ... (new name) ...*)

Paragraph "First" of the Certificate of Incorporation relating to the name

is hereby amended to read in its entirety as follows: RESOLVED, that the Certificate of

Incorporation of this Corporation is amended by changing the Article hereof numbered "First"

so that, as amended, said Article shall be and read as follows:

"The name of the corporation is FUJIFILM U.S.A., Inc.

F 060929000231

FILED

2006 SEP 29 AM 10:06

FOURTH: The certificate of amendment was authorized by: [Check the appropriate box]

- The vote of the board of directors followed by a vote of a majority of all outstanding shares entitled to vote thereon at a meeting of shareholders.
- The vote of the board of directors followed by the unanimous written consent of the holders of all outstanding shares.

[Handwritten Signature]

(Signature)

Jonathan E. File Secretary

(Name and Capacity of Signer)

ICC

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED SEP 29 2006

TAXS _____
BY: JTG
WESTCHESTER

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF

(Insert Name of Domestic Corporation)

CSC 45
DRAW DOWN

Under Section 805 of the Business Corporation Law

Filer's Name Jonathan E. File c/o FUJIFILM Holdings America Corporation

Address 200 Summit Lake Drive, Valhalla, New York 10595

City, State and Zip Code
Custny: 480763DB

JTG
JH

NOTE: This form was prepared by the New York State Department of State. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal stationery stores. The Department of State recommends that all documents be prepared under the guidance of an attorney. The certificate must be submitted with a \$60 filing fee, plus the required tax on shares pursuant to §180 of the Tax Law, if applicable.

For Office Use Only

2

TRADEMARK 246

SCHEDULE A

MARK

FILING DATE

SERIAL NUMBER

FUJIFILM U.S.A., Inc.

Applications:

AquaMask	02/22/06	78821051
GATOR SKIN	08/24/06	78960046
GET THE PICTURE	06/02/05	78642055
GET THE PICTURE	02/02/05	78641944
GETPIX	06/02/05	78641925
IMAGE GUARD	06/23/06	78915241
INTELLIGENT MEDIA INSERTS	04/27/06	78618308
LAB\$ENSE	02/09/04	78364896
LABSENSE	02/09/04	78364908
PixRx	03/07/06	78830881
TOUGH GRIP	08/24/06	78960057
YourPix Studio	09/07/06	78968928
YourStamps	04/25/06	78868885
YOURSTAMPS.COM	07/28/06	78940306

Registrations:

FOTO	04/30/03	78243860
GET THE REAL PICTURE	12/20/02	78196968
SABER	06/29/00	76081326
SMART SHOT	07/26/93	74417111
WHERE THE FUTURE'S STORED	05/30/97	75300538

363059_1