04-01-2008

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

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RECORDATION FORM COVER SHI TRADEMARKS ONL'

To the Director of the U. S. Patent and Trademark Office: Plea	ase record the attached documents or the new address(es) below.
1. Name of conveying party(ies):	2. Name and address of receiving party(ies)
Fanimation Design & Mfg., Inc. 10983 Bennett Parkway	Additional names, addresses, or citizenship attached? No
Zionsville, IN 46077	Name: Fanimation, Inc.
Individual(s) Association	Internal Address:
General Partnership Limited Partnership	Street Address: 10983 Bennett Parkway
Corporation- State: Indiana	City: Zionsville
Other	State: IN
Citizenship (see guidelines)	Country: United States of America Zip: 46077
Additional names of conveying parties attached? Yes 🗹 No	
3. Nature of conveyance)/Execution Date(s) :	General Partnership Citizenship
	Limited Partnership Citizenship
Execution Date(s) March 26, 2004	Corporation Citizenship United States
Assignment	Other Citizenship
Security Agreement	If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
Other	(Designations must be a separate document from assignment)
4. Application number(s) or registration number(s) andA. Trademark Application No.(s)	d identification or description of the Trademark. B. Trademark Registration No.(s) 2,586,819
	Additional sheet(s) attached? Yes V No
C. Identification or Description of Trademark(s) (and Filing	g Date if Application or Registration Number is unknown):
5. Name & address of party to whom correspondence concerning document should be mailed: Name: Paul J. Maginot	6. Total number of applications and registrations involved:
Internal Address: Maginot, Moore & Beck LLP	7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$
Chase Tower	Authorized to be charged by credit card
Street Address: 111 Monument Circle, Suite 3250	Authorized to be charged to deposit account Enclosed
City: Indianapolis	8. Payment Information:
State: <u>IN</u> Zip: <u>46204-5109</u>	a. Credit Card Last 4 Numbers
Phone Number: (317) 638-2922	94/Experiton/Pete 60000014 2785819
Fax Number: (317) 638-2139	b. Deposit Accelunt Normber <u>13-0014</u> <u>4ម.</u> គ្
Email Address: pjmaginot@maginot.com	Authorized User Name Maginot, Moore & Beck LLP
9. Signature: Part. mag	March 27, 2008
Signature (Date
Paul J. Maginot	Total number of pages including cover sheet, attachments, and document:
Name of Person Signing	Shoot, attachments, and document.

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

State of Indiana Office of the Secretary of State

CERTIFICATE OF AMENDMENT

of

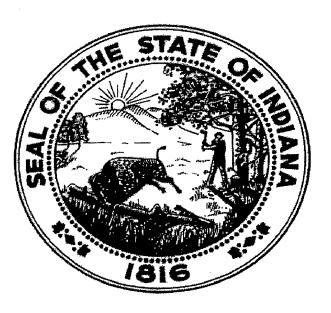
FANIMATION DESIGN & MFG., INC.

I, TODD ROKITA, Secretary of State of Indiana, hereby certify that Articles of Amendment of the above For-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The name following said transaction will be:

FANIMATION, INC.

NOW, THEREFORE, with this document I certify that said transaction will become effective Tuesday, April 06, 2004.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, April 6, 2004.

Code Copila

TODD ROKITA,

TODD ROKITA, SECRETARY OF STATE

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APPROVED AND FILED IND. SECRETARY OF STATE

ARTICLES OF AMENDMENT OF THE ARTICLES OF INCORPORATION OF FANIMATION DESIGN & MFG., INC.

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The undersigned officer of Fanimation Design & Mfg., Inc. (the "Corporation"), existing pursuant to the provisions of the Indiana Business Corporation Law, as amended (the "Act"), desiring to give notice of corporation action effectuating the amendment of the Corporation's Articles of Incorporation, certifies the following facts:

ARTICLE I AMENDMENT

SECTION 1. The date of the incorporation of the Corporation is: March 20, 1996.

<u>SECTION 2</u>. The name of the Corporation following this amendment of its Articles of Incorporation is **FANIMATION**, **INC**.

<u>SECTION 3</u>. The exact text of **Article I** of the Corporation's Articles of Incorporation is amended to read as follows:

ARTICLE I

Name

The name of the Corporation is Fanimation, Inc.

ARTICLE II MANNER OF ADOPTION AND VOTE

SECTION 1. Action by the Board of Directors. The Board of Directors of the Corporation duly adopted a resolution proposing to amend the terms and provisions of Article I of the Articles of Incorporation.

The resolution was adopted by written consent executed the 26 day of Haych, 2004, and signed by the sole Director of the Corporation.

SECTION 2. Action of Shareholders. The Shareholders of the Corporation entitled to vote in respect of the Articles of Amendment adopted the proposed amendment. The amendment was adopted by written consent executed the day of _______, 2004, and signed by all the Shareholders.

TRADEMARK REEL: 003751 FRAME: 0787 SECTION 3. Compliance with Legal Requirements. The manners of the adoption of the Articles of Amendment and the vote by which they were adopted constitute full legal compliance with the provisions of the Act, the Articles of Incorporation, and the By-Laws of the Corporation.

I hereby verify subject to the penalties of perjury that the facts contained herein are true this 26 day of 400 h, 2004.

Thomas C. Frampton, President

This instrument prepared by Dwayne C. Isaacs, Attorney at Law, BINGHAM MCHALE LLP, 2700 Market Tower, 10 W. Market Street, Indianapolis, IN 46204; Telephone (317) 635-8900.

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RECORDED: 03/31/2008