

07-21-1998

OMB No. 0651-001 (exp. 4/94)



JLY



06-29-1998

To the Honorable Commiss

100770671

the attached original documents or copy thereof

11/11/98-07/21/98

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

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

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Owl Holdings, Inc.
 Internal Address: 222 Delaware Avenue
 Street Address: P.O. Box 791
 City: Wilmington State: DE Zip: 19899

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

If assignee is not domiciled in the United States, a domestic representative designation to attached: Yes No

(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

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

Execution Date: December 16, 1993

4. Application number(s) or patent number(s):

A. Trademark Application No.s(s)

B. Trademark Registration No.(s)

663,796

Additional numbers attached? Yes No

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

Name: Kimberly A. Collins
 Internal Address: THORP REED & ARMSTRONG
 Street Address: One Riverfront Center
9th Floor
 City: Pgh. State: PA ZIP: 15222

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

20-0888

(Attach duplicate copy of this page if paying by deposit account)

07/16/1998 JSHABAZZ 00000115 663796

FC:481

40.00 OP

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Kimberly A. Collins
Name of Person Signing

Signature

6/24/98
Date

Total number of pages including cover sheet, attachments, and documents:

State of Delaware
Office of the Secretary of State

I, WILLIAM T. QUILLEN, 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 "OWL INVESTMENTS, INC." FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF DECEMBER, A.D. 1993, AT 4:30 O'CLOCK P.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO NEW CASTLE COUNTY RECORDER OF DEEDS ON THE SIXTEENTH DAY OF DECEMBER, A.D. 1993 FOR RECORDING.

.....



William T. Quillen

William T. Quillen, Secretary of State

AUTHENTICATION: *4198810

DATE: 12/16/1993

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TRADEMARK
REEL: 1755 FRAME: 0799

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
OWL INVESTMENTS, INC.

It is hereby certified that:

1. The name of the corporation (hereinafter called the "Corporation") is Owl Investments, Inc.

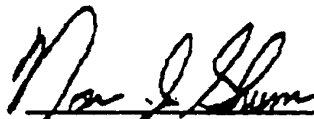
2. The Certificate of Incorporation of the Corporation is hereby amended by striking out Article I thereof and by substituting in lieu of said Article the following:

"1. The name of the Corporation is:

OWL HOLDINGS, INC."

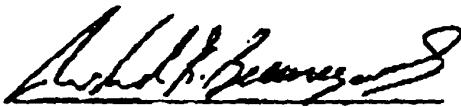
3. The amendment to the Certificate of Incorporation herein certified has been duly adopted in accordance with the provisions of Sections 141, 228 and 242 of the General Corporation Law of the State of Delaware.

Signed and attested to on December 15, 1993



Norman F. Shuman
Vice President

Attest:



Michael R. Beauregard
(Assistant) Secretary

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