

12-22-1998

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FORM (Rev. 6-10-28-1998)

10-28-1998

ECO



U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

To the

U.S. Patent & TMO/TM Mail Rpt.Dt. #10

and Trademark

100926171

documents or copy thereof.

1. Name of conveying party(ies):

Eyewire, Inc Ste 800, 833 Fourth Avenue SW Calgary, Alberta, Canada T2P 3T5

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

3. Nature of conveyance:

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

Execution Date: September 16, 1998

2. Name and address of receiving party(ies):

Name: Adobe Systems, Incorporated

Internal Address:

Street Address: 345 Park Avenue

City: San Jose State: CA ZIP 95110

- 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 is attached: Yes No (Designation must be a separate document from Assignment). Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s): A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See Schedule "B" attached hereto

Additional numbers attached? Yes No

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

Name: Cooley Godward LLP

Internal Address: Attn: April M. Piercey

Street Address: 5 Palo Alto Square

City: Palo Alto State: CA ZIP 94306

6. Total number of applications and registration involved: 15

7. Total fee (37 CFR 3.41): \$ 390.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number: 03-3115

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

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.

Signature of April M. Piercey

October 23, 1998

Date

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

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

12/21/1998 DWGUYEN 00000114 2169167

01 FC:481 40.00 OP 02 FC:482 350.00 OP

327883 v2/PA 70zv021.DOC 102398/1602

TRADEMARK REEL: 1829 FRAME: 0901

SCHEDULE B

TRADEMARKS

A. UNITED STATES TRADEMARKS

<u>TRADEMARK</u>		<u>Serial No.</u>
CIRCA:ART	U.S.	2,169,167
IMAGE CLUB	U.S.	2,082,917
IMAGE CLUB	U.S.	1,995,404
IMAGE CLUB	U.S.	2,015,501
IMAGE CLUB and Design	U.S.	2,004,286
IMAGE CLUB and Design	U.S.	1,999,787
IMAGE CLUB and Design	U.S.	2,015,502
OBJECTGEAR	U.S.	2,082,916
PHOTOGEAR	U.S.	2,056,736
SCREAM CITY	U.S.	2,156,628

B. FOREIGN TRADEMARKS

<u>TRADEMARK</u>		<u>Serial No.</u>
CIRCA:ART	Japan	Hei 9-144385
IMAGE CLUB	Canada	798,066
IMAGE CLUB and Design	Canada	798,067
PHOTOGEAR	Canada	797,926
OBJECTGEAR	Canada	493,683

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, 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 "ZUMWALT, INC.", CHANGING ITS NAME FROM "ZUMWALT, INC." TO "EYEWIRE, INC.", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF SEPTEMBER, A.D. 1998, AT 9 O'CLOCK A.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9305439
DATE: 09-16-98

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
ZUMWALT, INC.

ZUMWALT, INC. , a corporation organized and existing under and by virtue of the general corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST. That the Board of Directors of said corporation, at a meeting duly convened and held, adopted the following resolution:

RESOLVED that the Board of Directors hereby declares it advisable and in the best interest of the Company that Article FIRST of the Certificate of Incorporation be amended to read as follows:

FIRST: The name of this corporation shall be:

EYEWIRE, INC.

SECOND. That the said amendment has been consented to and authorized by the holders of a majority of the issued and outstanding stock entitled to vote by written consent given in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD. That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the general Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, SAID CORPORATION HAS caused this Certificate to be signed by Bradley E. Zumwalt this sixteenth day of September A.D. 1998.

/s/Bradley E. Zumwalt
Bradley E. Zumwalt
President