



03-23-1999



RECORDATION F
TRADEMA.

100992926

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger
 - Change of Name
 - Other
- Effective Date
Month Day Year
10-02-98

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year
9-28-98

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AK/A/T/A

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

03/23/1999 DNGUYEN 00000045 2204340
01 FC:481

FOR OFFICE USE ONLY

40.00 DP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK
REEL: 1872 FRAME: 0239

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,204,340"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Antigone E. Juvelis

Antigone E. Juvelis

3/16/99

Name of Person Signing

Signature

Date Signed

ARTICLES OF AMENDMENT TO THE CHARTER

RECEIVED
STATE OF TENNESSEE

98 OCT -2 AM 10:06

FILED

CORPORATE CONTROL NUMBER (IF KNOWN): _____

PURSUANT TO THE PROVISIONS OF SECTION 48-20-106 OF THE TENNESSEE BUSINESS CORPORATION ACT, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS CHARTER:

PLEASE MARK THE BLOCK THAT APPLIES:

- AMENDMENT IS TO BE EFFECTIVE WHEN FILED BY THE SECRETARY OF STATE.
- AMENDMENT IS TO BE EFFECTIVE, _____ MONTH _____ DAY _____ YEAR

(NOT TO BE LATER THAN THE 90TH DAY AFTER THE DATE THIS DOCUMENT IS FILED.) IF NEITHER BLOCK IS CHECKED, THE AMENDMENT WILL BE EFFECTIVE AT THE TIME OF FILING.

1. PLEASE INSERT THE NAME OF THE CORPORATION AS IT APPEARS ON RECORD:

Jupiter Entertainment Corporation

IF CHANGING THE NAME, INSERT THE NEW NAME ON THE LINE BELOW:

Jupiter Entertainment, Inc.

2. PLEASE INSERT ANY CHANGES THAT APPLY:

A. PRINCIPAL ADDRESS: _____
STREET ADDRESS

CITY STATE ZIP CODE

B. REGISTERED AGENT: _____

C. REGISTERED ADDRESS: _____
STREET ADDRESS

CITY STATE ZIP CODE

D. OTHER CHANGES:

3. THE CORPORATION IS FOR PROFIT.

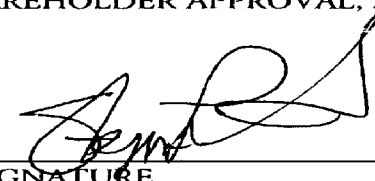
4. THE MANNER (IF NOT SET FORTH IN THE AMENDMENT) FOR IMPLEMENTATION OF EXCHANGE, RECLASSIFICATION, OR CANCELLATION OF ISSUED SHARES IS AS FOLLOWS:

5. THE AMENDMENT WAS DULY ADOPTED ON September 28, 1998

BY:
(NOTE: PLEASE MARK THE BLOCK THAT APPLIES)

- THE INCORPORATORS.
- THE BOARD OF DIRECTORS WITHOUT SHAREHOLDER APPROVAL, AS SUCH IS NOT REQUIRED.
- THE SHAREHOLDERS.

President/Sole Shareholder
SIGNER'S CAPACITY


SIGNATURE

Stephen F. Land
NAME OF SIGNER (TYPED OR PRINTED)

Date: 10/22/1998 08:52

No: 33686

OFFICIAL RECEIPT
KNOX COUNTY REGISTER, STEVE HALL
KNOXVILLE, TN

Instrument Type: CORP	Record Fee: \$	5.00
No. of Instruments: 1	Register Fee: \$	0.00
No. of Inst Pages: 1	Other Revenue: \$	2.00
Certified Copies: 0	Certified Copies Fee: \$	0.00
Uncertified Copies: 0	Uncertified Copies Fee: \$	0.00
Transfer Amount: \$0.00	Transfer Tax: \$	0.00
Mortgage Amount: \$0.00	Mortgage Tax: \$	0.00
Return by Mail? N	TOTAL: \$	7.00

Received of: LEWIS S HOWARD
 From: STATE OF TENNESSEE
 To: JUPITER ENTERTAINMENT CORPORATION ETAL
 Comment: MAIL (ARTICLES OF AMENDMENT)

Inst No: 31710 Recorded Date/Time: 10/22/1998 08:52:02
 Book Type: CH Book No: 132 Page No: 916 to 916
 Cabinet: Slide No:
 Charge: \$0.00 Chk: \$7.00 Cash: \$0.00 Charge Acct Cd:
 Change: \$0.00

Register/Deputy Register: BEVERLY REINHARDT