

Aug 10 99 02:12P

FORM PTO-1618A
Expires 06/30/99
OMR 0851-0027

06-09-1999

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



101059642

5-27-99

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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
01 18 1999

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name VIRTUAL VEGAS, Inc.

01 18 1999

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization CALIFORNIA

Receiving Party

Mark if additional names of receiving parties attached

Name PRIZE CENTRAL NETWORKS, INC.

DBA/AKA/TA

Composed of

Address (line 1) 301 8th Street, Suite 270

Address (line 2)

Address (line 3) SAN FRANCISCO
City

CALIFORNIA
State/Country

94103
Zip Code

- Individual General Partnership Limited Partnership Corporation Association
- Other

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.)

Citizenship/State of Incorporation/Organization CALIFORNIA

FOR OFFICE USE ONLY

165E

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Mail documents to be recorded with required cover sheet(s) information to:

TRADEMARK
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FCRM PTO-1618B
Expires 03/31/99
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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

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 BRADLEY M. GANZ, P.C.

Address (line 1) P.O. Box 10105

Address (line 2) PORTLAND, OREGON 97296

Address (line 3)

Address (line 4)

Pages

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

2

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)

75509370 75501240

1987449

75459251

2060282

75533847

Number of Properties

Enter the total number of properties involved.

6

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 240.00

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.

Bradley M. Ganz

Name of Person Signing

[Signature]

Signature

5/26/99

Date Signed

State of California

SECRETARY OF STATE



I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this

FEB 1 1980



Bill Jones

Secretary of State

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FILED *m*
in the office of the Secretary of State
of the State of California

FEB 05 1999

Bill Jones
BILL JONES, Secretary of State

**CERTIFICATE OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
VIRTUAL VEGAS, INC.**

DAVID HERSCHMAN and ALEX DICKMAN, hereby certify that:

- 1) **They are the President and Secretary, respectively, of VIRTUAL VEGAS, INC., a California corporation.**
- 2) **Article I of the articles of incorporation is amended to read in its entirety as follows and has been duly approved by the board of directors of the corporation:**

"Article I

The name of this Corporation is Prize Central Networks, Inc."

- 3) **The amendment was duly approved by the required vote of the shareholders in accordance with section 902 of the California Corporations Code. The total number of outstanding shares entitled to vote with respect to the amendment was 4,731,000, the favorable vote of a majority of such shares voting in favor of the amendment equaled or exceeded the required vote.**
- 4) **This certificate does not alter the wording of any resolution or written consent that was in fact adopted by the board of directors or the shareholders.**
- 5) **We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.**

IN WITNESS WHEREOF, the undersigned have executed at Santa Monica, California, this January 18, 1999.

David Herschman

David Herschman, President

Alex Dickman

Alex Dickman, Secretary

