

06-21-1999

Handwritten initials and number 594



U.S. Department of Commerce
Patent and Trademark Office

101070652

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Husky Labs, Inc.
123 E. German Street, P.O. Box 3613
Shepherdstown, WV 25443
U.S.A.

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

Additional name(s) of conveying party(ies) attached? yes no

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

Name: Ultraprise Corporation

Internal Address:

Street Address: 123 E. German Street, P.O. Box 3613

City: Shepherdstown State: WV

Zip Code: 25443

Country: U.S.A

3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date(s):
November 23, 1998

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

If assignee is not domiciled in the United States, a domestic representation is attached: Yes No.

(Designations must be a separate document from Assignment.)

Additional name(s) & address(es) attached? Yes No.

NRD 6.17.99

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

A. Trademark Application No(s).
75/555,627

B. Trademark Registration No(s).

Additional numbers attached? yes no

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

Name: Sterne, Kessler, Goldstein & Fox P.L.L.C.

Internal Address: Tracy-Gene G. Durkin, Esq.

Street Address: 1100 New York Ave., N.W.
Suite 600

City: Washington State: D.C. Zip Code: 20005-3934

6. Total number of applications and registrations involved
1

7. Total fee (37 C.F.R. § 3.41).....\$ _____

Enclosed
 Authorized to be charged to Deposit Account


8. Deposit Account Number: 19-0036

40E

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.

Tracy-Gene G. Durkin  June 17, 1999
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: 4.

OMB NO. 0651-0011 (exp. 4/94)

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

MRO
2-26-99

03-02-1999

ET



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original document(s) or copy(ies).

TO: The Commissioner of Patents

Submission Type

New

License

Resubmission (Non-Recordation)
Document ID #

Security Agreement

Nunc Pro Tunc Assignment

Correction of PTO Error
Reel # Frame #

Merger

Effective Date
Month Day Year
11-23-98

Corrective Document
Reel # Frame #

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year
11-23-98

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/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

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.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

03/02/1999 JSHBAZZ 0000065 75555627

FOR OFFICE USE ONLY

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40.00 OP

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

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" value="75/555,627"/>	<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"/>
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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.

Tracy-Gene G. Durkin

Name of Person Signing



Signature

2/20/99

Date Signed

State of Delaware
Office of the Secretary of State PAGE 1

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 "HUSKY LABS, INC.", CHANGING ITS NAME FROM "HUSKY LABS, INC." TO "ULTRAPRISE CORPORATION", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF NOVEMBER, A.D. 1998, AT 9:30 O'CLOCK A.M.

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



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2373809 8100

AUTHENTICATION: 9421156

981449385

DATE: 11-23-98

TRADEMARK
REEL: 001916 FRAME: 0053

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
HUSKY LABS, INC.**

Pursuant to Section 242
of the General Corporation Law of
the State of Delaware

Husky Labs, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify as follows:

FIRST: The Board of Directors of the Corporation adopted resolutions pursuant to Section 242 of the General Corporation Law of the State of Delaware at a meeting on November 13, 1998 pursuant to and in accordance with Sections 141 and 222 of the General Corporation Law of the State of Delaware, setting forth amendments to the Certificate of Incorporation (the "Certificate") and declaring said amendments to be advisable. The stockholders of the Corporation duly approved the proposed amendments in accordance with Section 242 of the General Corporation Law of the State of Delaware by written consent in lieu of a meeting pursuant to and in accordance with Section 228 of the General Corporation Law of the State of Delaware. The resolutions setting forth the amendments are as follows:

RESOLVED: That Article FIRST of the Certificate of Incorporation of the Corporation be and hereby is deleted in its entirety and replaced as follows:

"The name of the corporation is Ultraprise Corporation"

SECOND: This amendment to the Certificate of Incorporation shall be effective as of the date accepted for filing by the Secretary of State of the State of Delaware.

*STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:30 AM 11/23/1998
981449385 - 2373809*

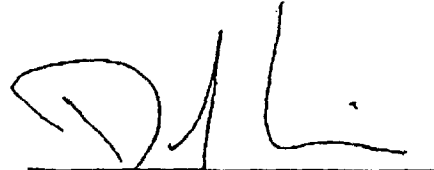
**TRADEMARK
REEL: 001916 FRAME: 0054**

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed by David Levine, its President, and by Monica Larson, its Secretary, this 13th day of November, 1998.

ATTEST:

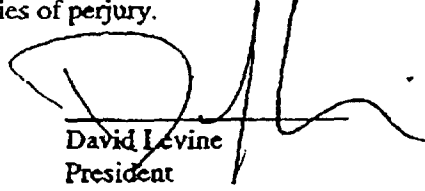


Monica Larson
Secretary



David Levine
President

THE UNDERSIGNED, the President of Husky Labs, Inc., who executed on behalf of the Corporation the foregoing Certificate of Amendment to Certificate of Incorporation of Husky Labs, Inc., hereby acknowledges in the name and on behalf of the Corporation the foregoing Certificate of Amendment to Certificate of Incorporation to be the corporate act of the Corporation and hereby certifies that to the best of his knowledge, information and belief the matters set forth therein with respect to the authorization and approval thereof are true in all material respects under the penalties of perjury.



David Levine
President