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07-14-1999



101090394

Docket No.:

Tab settings

To the Honorable Commissioner of Patents and Trademarks, **101090394**, of the United States Patent and Trademark Office, Washington, DC 20503, for the purpose of recording original documents or copy thereof.

1. Name of conveying party(ies):

U-Ship, Inc.

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

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

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

Execution Date: **May 4, 1999**

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

Name: **United Shipping & Technology, Inc.**

Internal Address:

Street Address: **9850 - 51st Avenue North**

City: **Plymouth** State: **MN** ZIP: **55442**

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

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

A. Trademark Application No.(s)

75/598,552 75/598,559 75/598,707
75/598,556 75/598,560 75/598,722
75/598,557 75/598,706 75/598,723

Additional numbers

B. Trademark Registration No.(s)

1,888,206
2,019,491

Yes No

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

Name: **Michael S. Sherrill Law Offices**

Internal Address:

Street Address: **4756 Banning Avenue, Suite 200**

City: **White Bear Lake** State: **MN** ZIP: **55110**

6. Total number of applications and registrations involved:.....

13

7. Total fee (37 CFR 3.41):.....\$ **340.00**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

19-2020

07/13/1999 DWGUYEN 00000336 1888206

DO NOT USE THIS SPACE

Q1 FC:481 40.00 OP
Q2 FC:482 300.00 OP

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.

Michael S. Sherrill

Name of Person Signing

Signature

06 July 99

Date

Total number of pages including cover sheet, attachments, and

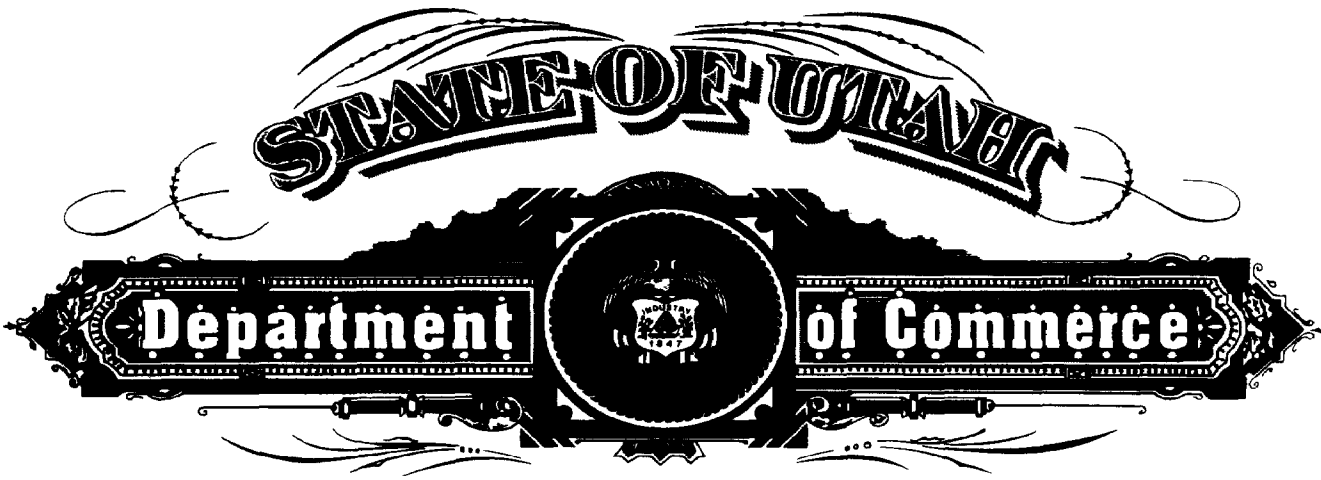
4

Continuation of Box 4 of the Recordation Form Cover Sheet:

A. Trademark Application No.(s)

75/598,844

75/598,848



**CERTIFICATION OF ARTICLES OF AMENDMENT
ENACTING CHANGE OF NAME**

THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL
CODE HEREBY CERTIFIES THAT the attached is a true, correct
and complete copy of the Articles of Amendment submitted by

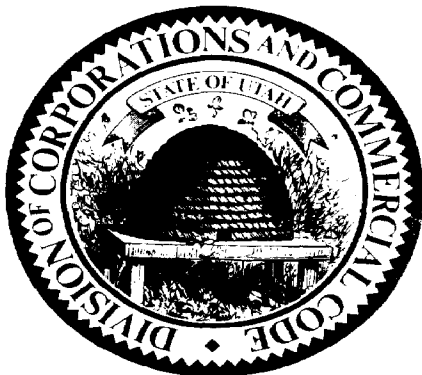
U-SHIP, INC.

for approval and filing by this office on *MAY 12, 1999*, and that the
corporation name is changed thereby to

UNITED SHIPPING & TECHNOLOGY, INC.

AS APPEARS OF RECORD IN THE OFFICES OF THE DIVISION.

File Number: *CO 083519*



Dated this 25TH day
of June, 1999.


Lorena P. Rizzo
Division Director of
Corporations and Commercial Code

TRADEMARK

REEL: 001926 FRAME: 0483

EXPEDITE

C0083519

AMENDMENT TO RESTATED ARTICLES OF INCORPORATION OF U-SHIP, INC.

Pursuant to Section 16-10a-1006 of the Utah Business Corporation Act, U-Ship, Inc., a Utah corporation, hereinafter referred to as the "Corporation," hereby adopts the following Amendment to its Restated Articles of Incorporation.

05-12-99P02:09 RCVD



1. The Restated Articles of Incorporation of the Corporation are hereby amended by deleting Article 1 thereof in its entirety and inserting the following in lieu thereof:

RECEIVED

ARTICLE 1

MAY 12 1999

The name of this corporation shall be United Shipping & Technology, Inc.

UTAH DIV. OF CORP. AND COMM. AFF.

2. Except as specifically provided herein, the Corporation's Restated Articles of Incorporation shall remain unamended and shall continue in full force and effect.

3. By execution of this Amendment to the Restated Articles of Incorporation, the president and secretary of the Corporation do hereby certify that the foregoing Amendment to the Restated Articles of Incorporation of U-Ship, Inc., was duly authorized and adopted by the shareholders of the Corporation at the annual meeting held May 3, 1999, at which a total of 6,894,445 shares of the Corporation's common stock were represented in person or by proxy and of which 6,811,320 shares or 67.7% of the total issued and outstanding 10,068,537 shares of common stock of the Company, voted in favor of this Amendment and 1,695 shares voted against this Amendment. The number of votes cast for the Amendment was sufficient for approval.

05-12-99P02:00 RCVD



DATED the 4th day of May, 1999

U-Ship, Inc.

By: [Signature]
Peter C. Lytle, President

By: [Signature]
Kenneth D. Zigrino, Secretary

9133000001

State of Utah
Department of Commerce
Division of Corporations and Commercial Code

I hereby certify that the foregoing has been filed and approved on the 12 day of May, 1999, in the office of this Division and hereby issue this Certificate thereof.

Examiner: [Signature] Date: 5/14/99



[Signature]
LORENA R. RIFFO
DIVISION DIRECTOR

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