

11-17-1999



101164738

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
Effective Date
Month Day Year
- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name Cookie Bouquet Franchising Corporation

Execution Date
Month Day Year

05 31 1996

Effective Date

Formerly _____

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

Receiving Party

Mark if additional names of receiving parties attached

Name MGW Group, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 1865 Summit Avenue #605

Address (line 2) _____

Address (line 3) Plano

City

Texas

State/Country

75074

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 Texas

11/17/1999 T1UR11 0000127 2072927

FOR OFFICE USE ONLY

01	FC:481	40.00	OP
02	FC:482	25.00	OP
03	FC:484	120.00	OP

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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: 001969 FRAME: 0121

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="2072927"/>	<input type="text" value="2072928"/>	<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.

Name of Person Signing Signature Date Signed



The State of Texas

SECRETARY OF STATE

CERTIFICATE OF AMENDMENT
OF

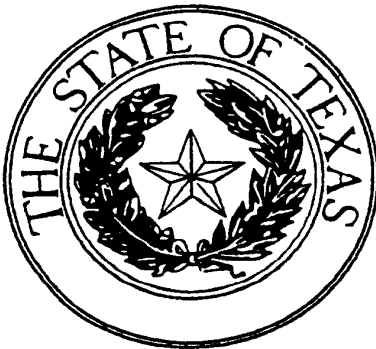
MGW GROUP, INC.
FORMERLY: COOKIE BOUQUET FRANCHISING CORPORATION

The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of Amendment for the above named entity have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Amendment.

Dated: May 29, 1996

Effective: May 29, 1996



Antonio O. Garza, Jr.

Antonio O. Garza, Jr.
Secretary of State

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TRADEMARK
REEL: 001959 FRAME: 0123

ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION
OF
COOKIE BOUQUET FRANCHISING CORPORATION

FILED
In the Office of the
Secretary of State of Texas
MAY 29 1996
Corporations Section

Pursuant to the provisions of Article 4.04 of the Texas Business Corporation Act (the "Act"), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE I

The name of the corporation (hereinafter called the "Corporation") is Cookie Bouquet Franchising Corporation.

ARTICLE II

As of May 31, 1996, the sole shareholder of the Corporation adopted the following amendment to its Articles of Incorporation:

Article One of the Articles of Incorporation thereof was amended to read in its entirety as follows:

ARTICLE ONE

The name of the corporation is "MGW Group, Inc."

ARTICLE III

The number of shares of the Corporation outstanding at the time of such adoption was 11,000; and the number of shares of the Corporation entitled to vote thereon was 11,000.

ARTICLE IV

The number of shares of the Corporation that were voted for and against such amendment were as follows:

FOR

11,000

AGAINST

-0-

IN WITNESS WHEREOF, the undersigned has executed these Articles of
Amendment on behalf of the Corporation as of the 31st day of May, 1996.

COOKIE BOUQUET FRANCHISING
CORPORATION

By: Mary Gwen Willhite
Mary Gwen Willhite
President

RECORDED: 11/16/1999

TRADEMARK
REEL: 001959 FRAME: 0125