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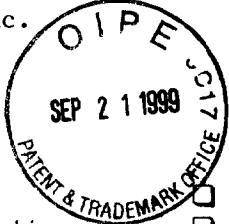
101152482

To the Honorable Commissioner of Patents

Send original documents or copy thereof

1. Name of conveying party(ies):

Digicourse, Inc.



9.21.99

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

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

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

Execution Date: _____

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

Name: I/O Marine Systems, Inc.

Internal Address: _____

Street Address: 5200 Toller Street

City: Haralan, State: LA ZIP: 70123

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

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

(Designations must be a separate document from Assignment)

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

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,811,957
1,900,455

Additional numbers attached? Yes No

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

Name: Laurence R. Brown

Internal Address: 408 Crystal Plaza One

Street Address: 2001 Jefferson Davis Hwy.

City: Arlington, State: VA ZIP: 22202

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41):..... \$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

09/22/1999 DNGUYEN 00000234 1811957

DO NOT USE THIS SPACE

01 FC:481 40.00 OP
02 FC:482 25.00 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.

Laurence R. Brown

Sept. 20 1999
TRADEMARK

UNITED STATES OF AMERICA



State of Louisiana

Fox McKeithen

SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that

a copy of an Amendment to the Articles of Incorporation of
DIGICOURSE, INC.

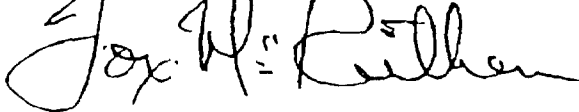
Domiciled at HARAHAN, LOUISIANA, changing the corporate name
to

I/O MARINE SYSTEMS, INC.

Was filed and recorded in this Office on February 10, 1999.

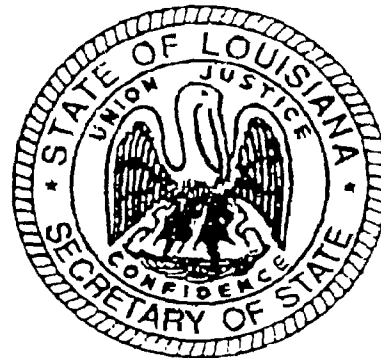
*In testimony whereof, I have hereunto set
my hand and caused the Seal of my Office
to be affixed at the City of Baton Rouge on.*

February 10, 1999



HBE 30210930D 34741008

Secretary of State



**ARTICLES OF AMENDMENT
OF
DIGICOURSE, INC.**

To the Secretary of State
State of Louisiana

Pursuant to the provisions of the Business Corporation Law of the State of Louisiana, the corporation herein named submits the following articles of amendment:

FIRST: The name of corporation (hereinafter called the "Corporation") is DigiCourse, Inc.

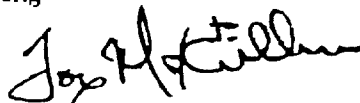
SECOND: The amendment adopted amends Article 1 of the Articles of Incorporation of the Corporation so that said Article shall read as follows:

"The name of the corporation is I/O Marine Systems, Inc."

THIRD: The directors of the Corporation and the sole shareholder adopted the amendment by a consent in writing effective January 29, 1999. The consent is attached hereto as Exhibit "A."

IN WITNESS WHEREOF, these Articles of Amendment are executed in the name of the Corporation by the undersigned officer of the Corporation on February 5, 1999.

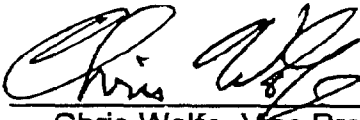
STATE OF LOUISIANA
Office of the Secretary of State
I hereby certify that this is a true
and correct copy, as taken from the
original on file in this office.



Fox McKeithen
Secretary of State

FEB 10 '99

DIGICOURSE, INC.

By: 
Chris Wolfe, Vice President

STATE OF TEXAS

§
§
§

COUNTY OF HARRIS

Before me, a Notary Public, on this day personally appeared Chris Wolfe, known to me to be the person and officer whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of DigiCourse, Inc., and that he has executed the same on behalf of said corporation for the purposes and consideration therein expressed, and in the capacity therein stated.

Given under my hand and seal of office this 5th day of February, 1999.

Karolyn Ratajczak
Notary Public in and for the State of Texas



EXHIBIT "A"
Consent

H-#141991 v2 - DigiCourse Articles of Amendme.doc

**UNANIMOUS WRITTEN CONSENT OF
DIRECTORS AND SOLE STOCKHOLDER OF
DIGICOURSE, INC.
IN LIEU OF MEETING**

Pursuant to Section 12:112 of the Business Corporation Law of the State of Louisiana (the "LBCL"), the undersigned, constituting both the Directors and the sole Stockholder of DigiCourse, Inc. (the "Corporation"), hereby consent to and adopt the following resolutions, which action shall have the same force and effect as if taken by unanimous affirmative vote at a meeting of the Board of Directors and stockholders of said Corporation, duly called and held pursuant to the applicable provisions of the LBCL, and direct that this written consent to such action shall be filed with the minutes of the proceedings of the sole Stockholder and Directors of the Corporation.

WHEREAS, the Corporation desires to change its name to I/O Marine Systems, Inc.;

Now, therefore, be it

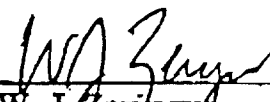
Approval of Name Change

RESOLVED, that the Corporation will change its name to I/O Marine Systems, Inc.; and, be it

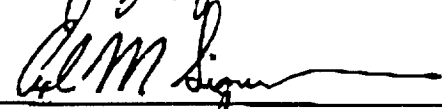
FURTHER RESOLVED, that the Chief Executive Officer, President or any Vice President or the Controller of the Corporation (the "Proper Officers") be, and they hereby are, authorized, empowered and directed in the name of and on behalf of the Corporation to execute, deliver and perform all necessary documents to complete the name change of the Corporation.

IN WITNESS WHEREOF, the Board of Directors and the sole Stockholder of the Corporation have executed this Unanimous Written Consent effective as of the 29 day of January, 1999.

DIRECTORS



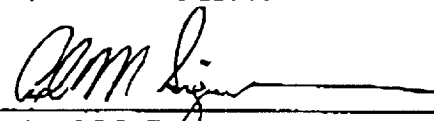
W. J. Leung



Axel M. Sigmar

SOLE STOCKHOLDER

INPUT/OUTPUT INC.

By: 

Axel M. Sigmar, President