

12-28-2000



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MRD
12/11/00

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

Execution Date
Month Day Year
06302000

Name

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/AK/A/T/A

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

FOR OFFICE USE ONLY

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

TRADEMARK
REEL: 002166 FRAME: 0471

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="76141247"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="76141245"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="76141310"/>	<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.

ADAM M. COHEN, ESQ.

DECEMBER 8, 2000

Name of Person Signing

Signature

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 "DISTRIBUTION ASSOCIATES, INC.", CHANGING ITS NAME FROM "DISTRIBUTION ASSOCIATES, INC." TO "NEWROADS, INC.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF JUNE, A.D. 2000, AT 9 O'CLOCK A.M.

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



2560593 8100
001336298

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

Edward J. Freel, Secretary of State

AUTHENTICATION: 0535393
DATE: 06-30-00

TRADEMARK
REEL: 002166 FRAME: 0473

CERTIFICATE OF AMENDMENT
OF THE
AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
DISTRIBUTION ASSOCIATES, INC.

(Under Section 242 of the General Corporation Law)

It is hereby certified that:

1. The name of the corporation is Distribution Associates, Inc. (hereinafter called the "Corporation").
2. The Amended and Restated Certificate of Incorporation of the Corporation is hereby amended by striking out Article FIRST and Article FOURTH, paragraph A thereof and by substituting in lieu of said Article FIRST and Article FOURTH, paragraph A the following new Article FIRST and Article FOURTH, paragraph A:

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

"FOURTH:

A. AUTHORIZED SHARES

The total authorized capital stock of the Corporation shall be (a) 150,000,000 shares of common stock, par value \$0.001 per share ("Common Stock"), and (b) 700,000 shares of preferred stock, par value \$0.001 per share (consisting of (i) 100,000 shares of Series A Convertible Preferred Stock, par value \$0.001 per share (the "Series A Preferred Stock"), (ii) 200,000 shares of Series B Convertible Preferred Stock, par value \$0.001 per share (the "Series B Preferred Stock"), (iii) 200,000 shares of Series C Convertible Preferred Stock, par value \$0.001 per share (the "Series C Preferred Stock"), (iv) 100,000 shares of Series D Convertible Preferred Stock, par value \$0.001 per share (the "Series D Preferred Stock") and (v) 100,000 shares of Series E Convertible Preferred Stock, par value \$0.001 per share (the "Series E Preferred Stock" and together with the Series A Preferred Stock, Series B Preferred Stock, Series C Preferred Stock and Series D Preferred Stock, the "Preferred Stock")."

3. The amendments of the Amended and Restated Certificate of Incorporation herein certified have been duly adopted and written consent has been given in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

Dated: June 30, 2000.

DISTRIBUTION ASSOCIATES, INC.

By: 

Name: James Hersin

Title: Secretary

STATE OF DELAWARE
#033551
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 06/30/2000
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