

12-13-2000  
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11.27.00

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
- Security Agreement
- Merger
- Change of Name
- Other
- License
- Nunc Pro Tunc Assignment  
Effective Date  
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date  
Month Day Year

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/County

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

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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: 002193 FRAME: 0732

**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"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="2,005,555"/>	<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 deposition account are authorized, as indicated herein.*

Scott Slavick

Name of Person Signing

  
Signature

11/20/00

Date Signed

**RESTATED ARTICLES OF INCORPORATION**  
**OF**  
**LTI INTERNATIONAL, INC.**  
**(NOW TO BE KNOWN AS ULTRAWATT INTEGRATED SYSTEMS, INC.)**

*Pursuant to the provisions of Section 607.1007, Florida Statutes, this corporation adopts the following restated articles of incorporation:*

**ARTICLE I. NAME**

The name of this corporation shall be ULTRAWATT Integrated Systems, Inc.

**ARTICLE II. COMMENCEMENT & DURATION**

This corporation's duration shall be perpetual.

**ARTICLE III. PURPOSES, POWERS & RIGHTS**

The corporation may engage in any lawful acts or activities for which corporations may be organized under the laws of the State of Florida.

In furtherance of its corporate purposes, this corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the laws of the State of Florida, including the power and right:

- A. To change the Articles of Incorporation at any time pursuant to law and the By-laws;
- B. To change the principal office of the corporation and establish, from time to time, other locations, within or outside the State of Florida for corporate operations, pursuant to the By-laws, and without the necessity of amending the

Restated Articles of Incorporation

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98 JUN 19 AM 10:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
APPROVED  
AND  
FILED

Articles of Incorporation;

- C. To invest the funds of this corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the conduct of its business;
- D. To purchase and acquire, in accordance with law and the By-laws, any or all of its shares.

ARTICLE IV. CAPITAL STOCK

- A. This corporation shall have the authority to issue TWENTY MILLION (20,000,000) shares of common stock par value TEN CENTS (\$.10) per share.
- B. The designations, voting powers, preferences and relative participating options or other special rights, qualifications, limitations or restrictions of the above stock are as follows:
  - 1. The holders of the common stock are entitled to receive, to the extent permitted by law, such dividends as may be declared from time to time by the Board of Directors.
  - 2. In the event of the voluntary or involuntary liquidation, dissolution, distribution of assets or winding up of the corporation, after distribution in full of the preferential amounts, if any, to be distributed to the creditors and holders of shares of preferred stock, if any such stock shall be authorized herein and issued, the holders of common stock shall be

Restated Articles of Incorporation

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entitled to receive all of the remaining assets of the corporation of whatever kind available for distribution to shareholders, ratably in proportion to the number of shares of common stock held by them respectively. The Board of Directors may distribute in kind to the holders of common stock such remaining assets of the corporation or may sell, transfer or otherwise dispose of all or any part of such remaining assets to any other person, corporation, trust or other entity and receive payment therefore in cash, stock or obligations of such other person, corporation, trust or other entity, or any combination thereof, and may sell all or any part of the consideration so received and distribute any balance thereof in kind to holders of common stock. The merger or consolidation of the corporation into or with any other corporation, or the merger of any other corporation into it, or any purchase or redemption of shares of stock of the corporation of any class, shall not be deemed to be a dissolution, liquidation nor winding up of the corporation for the purposes of this paragraph.

3. Any person, upon becoming the owner or holder of any shares of the common stock or other securities having voting rights issued by this corporation ("shareholder"), does thereby consent and agree that all rights, powers, privileges, obligations or restrictions pertaining to such

Restated Articles of Incorporation

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person or such securities in any way may be altered, amended, restricted, enlarged, or repealed by legislative enactments of the State of Florida, or of the United States hereinafter adopted which have reference to or affect corporations, such securities, or such persons, if any; and that the corporation reserves the right to transact any business of the corporation, to alter, amend or repeal these Articles of Incorporation, or to do any other acts or things as authorized, permitted or allowed by such legislative enactments.

#### ARTICLE V. BOARD OF DIRECTORS

The number of directors of this corporation shall be set as provided in this corporation's By-laws and shall be no less than one (1) and no more than twelve (12).

The business and affairs of the corporation shall be managed by the Board of Directors. In addition to any powers conferred herein or in the By-laws, the Board of Directors may, subject to any express limitation contained in these Articles of Incorporation or in the By-laws, exercise the full extent of powers conferred by the laws of the State of Florida upon corporations or directors thereof and the enumeration and definition of particular powers herein or in the By-laws shall in no way be deemed or restrict or otherwise limit those lawfully conferred powers. In furtherance and without limitation of the foregoing, the Board of Directors shall have the power to make, alter, amend or repeal from time to time the By-laws of the corporation.

Restated Articles of Incorporation

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ARTICLE VI. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE VII. PRINCIPAL OFFICE &  
REGISTERED OFFICE & AGENT

The address of this corporation's principal office shall be 2150 Goodlette Road, Suite 400, Naples, Florida 34102. The name and address of this corporation's registered agent shall be: Judith E. McCaffrey, 5811 Pelican Bay Boulevard, Suite 206-A, Naples, Florida 34908.

ARTICLE VIII. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto, in the manner now or hereafter prescribed by statute. Any rights conferred upon the shareholders are granted subject to this reservation.

ARTICLE XI. PREEMPTIVE RIGHTS

Preemptive rights shall be granted to each holder of common stock of this corporation to the maximum extent allowed pursuant to the Florida Business Corporation Act or any successor legislation thereof.

ARTICLE X. SPECIAL MEETINGS OF SHAREHOLDERS

Special meetings of Shareholders shall be held when called by the president, a majority of the Board of Directors, or when a written request for a special meeting of Shareholders is delivered to the secretary of this Corporation signed and dated by Shareholders holding not less

Restated Articles of Incorporation

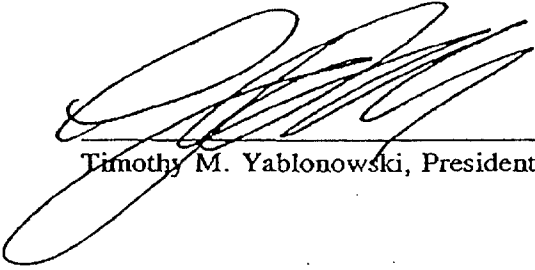
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than twenty per cent (20%) of all the shares entitled to vote, provided however that in the case of a special meeting of Shareholders requested by Shareholders such request shall state the purpose or purposes for such meeting and the matter or matters proposed to be acted on. A special meeting requested by the Shareholders shall be held not less than fifteen nor more than thirty days after the request is made.

**ARTICLE XI. EFFECTIVE DATE**

The effective date of these Restated Articles of Incorporation shall be December 27, 1997.

**IN WITNESS WHEREOF**, the undersigned duly authorized officer of the corporation executes these Restated Articles of Incorporation on the date indicated:

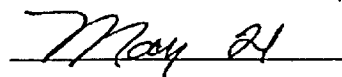
  
\_\_\_\_\_  
Timothy M. Yablonowski, President

\_\_\_\_\_  
May 21, 1998



I hereby accept my designation as resident agent and agree to serve as the resident agent of ULTRAWATT Integrated Systems, Inc. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for ULTRAWATT Integrated Systems, Inc.

  
\_\_\_\_\_  
Judith E. McCaffrey - Registered Agent

 , 1998

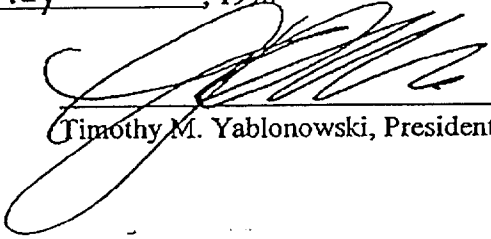
Restated Articles of Incorporation

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CERTIFICATE

- FIRST:** These Restated Articles of Incorporation do not provide for an exchange, reclassification or cancellation of issued shares.
- SECOND:** These Restated Articles of Incorporation were adopted by the directors of the corporation on March 26, 1998.
- THIRD:** These Restated Articles of Incorporation were approved by the shareholders of the corporation on April 21, 1998. The number of votes cast for the amendment was sufficient for approval.

Dated this 25<sup>th</sup> day of May, 1998

  
\_\_\_\_\_  
Timothy M. Yablonowski, President

Restated Articles of Incorporation

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