



101604427

To the Honorable Commissione

original documents or copy thereof.

1. Name of conveying party(ies):
Dairy/Inc2Inc Holding Corp.

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

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

2. Name and address of receiving party(ies)

Name: Momentx Corporation

Internal Address: Suite 1300

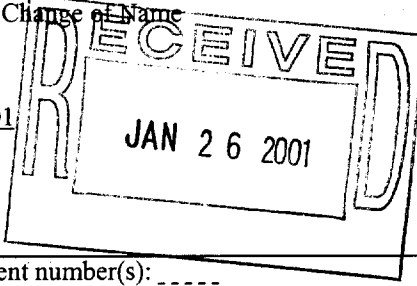
Street Address: 9400 N. Central Expressway

City: Dallas State: TX ZIP: 75231

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: January 18, 2001



Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 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 patent number(s): _____

A. Trademark Application No.(s)

76/183,760

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: John M. Cone

Internal Address: Akin Gump Strauss Hauer & Feld LLP

Street Address: P. O. Box 688

City: Dallas State: TX ZIP: 75313-0688

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$40.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

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

02/01/2001 6TOM11 00000218 76183760
 01 FC:481 40.00 DP

DO NOT USE THIS SPACE

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.

John M. Cone
 Name of Person Signing

John M. Cone
 Signature

January 24, 2001
 Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patents & Trademarks, Box Assignments
 Washington, D.C. 20231

Office of the Secretary of State

I, HARRIET SMITH WINDSOR, 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 "DAIRY/INC2INC HOLDING CORPORATION", CHANGING ITS NAME FROM "DAIRY/INC2INC HOLDING CORPORATION" TO "MOMENTX CORPORATION", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF JANUARY, A.D. 2001, AT 1:35 O'CLOCK P.M.

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



Harriet Smith Windsor
Secretary of State

3321668 8100

010028615

AUTHENTICATION: 0922584

DATE: 01-18-01

TRADEMARK
REEL: 002228 FRAME: 0049

**CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION
OF
DAIRY/INC2INC HOLDING CORPORATION**

Dairy/INC2inc Holding Corporation, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY THAT:

FIRST: The corporation was originally incorporated under the name Dairy/INC2inc Holding Corporation and filed its original Certificate of Incorporation with the Secretary of State of Delaware on November 28, 2000.

SECOND: Article I of the Certificate of Incorporation is hereby deleted and replaced in its entirety with the following:

"The name of the corporation is Momentix Corporation."

THIRD: The foregoing amendment was declared advisable and proposed to the corporation's stockholders by resolutions adopted by unanimous written consent of the Board of Directors dated December 6, 2000.

FOURTH: Pursuant to resolution of its Board of Directors, the stockholders of said corporation approved the amendment by resolutions adopted by written consent of the holders of a majority of the capital stock of the corporation dated December 6, 2000.

FIFTH: Said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

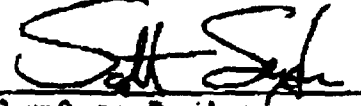
STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 01:35 PM 01/18/2001
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**TRADEMARK
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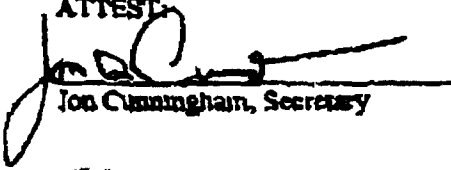
IN WITNESS WHEREOF, said Dairy/INC2inc Holding Corporation has caused this certificate to be signed by Scott Sexton, its President and Jon Cunningham, its Secretary, this 6th day of December, 2000.

DAIRY/INC2INC HOLDING CORPORATION

By.


Scott Sexton, President

ATTEST:


Jon Cunningham, Secretary

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