

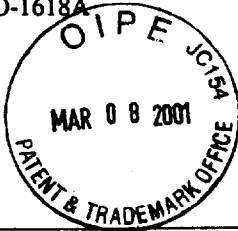
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FORM PTO-1618A  
Expires 06/30/99  
OMB 0651-0027



U.S. Department of Commerce  
Patent and Trademark Office  
TRADEMARK

### 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
- Merger  
Effective Date  
Month Day Year \_\_\_\_\_
- Change of Name
- Other \_\_\_\_\_

#### Conveying Party

Mark if additional names of conveying parties attached

Name DISTRIBUTION ASSOCIATES, INC.

Execution Date  
Month Day Year  
06302000

Formerly \_\_\_\_\_

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization DELAWARE

#### Receiving Party

Mark if additional names of receiving parties attached

Name NEWROADS, INC.

DBA/AKATA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 67 HOLLY HILL LANE

Address (line 2) \_\_\_\_\_

Address (line 3) GREENWICH

City

CONNECTICUT

State/Country

06830

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 DELAWARE

03/23/2001 DBYRNE 00000178 500908 76061555

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01 FC:481 40.00 CH  
02 FC:482 50.00 CH

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Mail documents to be recorded with required cover sheet(s) to: TRADEMARK  
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REEL: 002257 FRAME: 0164

**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)**

**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:

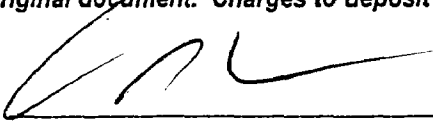
Yes

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.



MARCH 8, 2001

Name of Person Signing

Signature

Date Signed



State of Delaware  
Office of the Secretary of State

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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.



Edward J. Freel, Secretary of State

2560593 8100

001336298

AUTHENTICATION: 0535393

DATE: 06-30-00 TRADEMARK

REEL: 002257 FRAME: 0166



**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: James Hersh

Name: James Hersh  
Title: Secretary

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 06/30/2000  
001336298 - 2560593

RECORDED: 03/08/2001

TRADEMARK  
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