

11-28-2001



101902496

Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof

1. Name of conveying party(ies): 11/27/01

Aerocast.com, Inc.
5744 Pacific Center Blvd., Suite 301
San Diego, California 92121

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

Aerocast, Inc.
5744 Pacific Center Blvd., Suite 301
San Diego, California 92121

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

___ Individual(s) citizenship:
___ Association:
___ General Partnership:
___ Limited Partnership:
 Corporation - State: Delaware
___ Other:

3. Nature of conveyance:

___ Assignment ___ Merger
___ Security Agreement Change of Name
___ 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

Execution Date: May 2, 2001

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

A. Trademark Application No. (s)
DESIGN (AEROCAST LOGO) No. 76/228,004
AEROCAST & DESIGN No. 76/227,838

B. Trademark Registration No. (s)

Additional numbers attached?

___ Yes No

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

Michael D. Fishman, Esq.
Rader, Fishman & Grauer
39533 Woodward Avenue
Suite 140
Bloomfield Hills, Michigan 48304
(248) 594-0630

6. Total number of applications and registrations involved: two (2)

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

___ Enclosed

Authorized to be charged to deposit account.

8. Deposit Account Number: 18-0013
(Attach duplicate copy of this page if using deposit account)

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.

Michael D. Fishman
Name

Signature

11/14/01
Date

Total number of pages comprising cover sheet 1

R0128115.DOC
11/27/2001 LUJELLER 00000100 180013 76220004

01 FC:481 40.00 CH
02 FC:482 25.00 CH

TRADEMARK
REEL: 002399 FRAME: 0375

State of Delaware
Office of the Secretary of State PAGE 1

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 "AEROCAST.COM, INC.", CHANGING ITS NAME FROM "AEROCAST.COM, INC." TO "AEROCAST, INC.", FILED IN THIS OFFICE ON THE SECOND DAY OF MAY, A.D. 2001, AT 3:30 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1378171

DATE: 10-05-01

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TRADEMARK
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**CERTIFICATE OF AMENDMENT OF
FIRST AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION OF
AEROCAST.COM, INC.**

Aerocast.com, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

FIRST: That at a meeting of the Board of Directors, resolutions were duly adopted setting forth a proposed amendment to the First Amended and Restated Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling for a written consent of the stockholders of said corporation for consideration thereof. Pursuant to such resolutions, Article I of the Corporation's First Amended and Restated Certificate of Incorporation is amended and restated in its entirety as follows:

"The name of the Corporation is Aerocast, Inc. (the "Corporation")."

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a written consent of the stockholders of said corporation was duly solicited and executed, pursuant to which the necessary number of shares as required by statute and by said corporation's First Amended and Restated Certificate of Incorporation were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed and attested by its duly authorized officer this 30th day of March, 2001.

By: 

Dario Santana, Secretary, Treasurer and
Chief Operating Officer

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STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 03:30 PM 05/02/2001
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