

03-20-2002



102023236  
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 *3.4.02*

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  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/Country Zip Code

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

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.)

03/19/2002 DBYRNE 00000298 1957562

FOR OFFICE USE ONLY

01 FC:481

40.00 OP

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" value="1,957,562"/>	<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"/>	<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.

Kirt S. O'Neill

Name of Person Signing

*Kirt S. O'Neill*

Signature

2-20-02

Date Signed

Company No. 2540915

SMITH BERNAL TECHNOLOGIES LIMITED  
("the Company")

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WRITTEN RESOLUTION

-of-

THE SOLE MEMBER OF SMITH BERNAL TECHNOLOGIES LIMITED

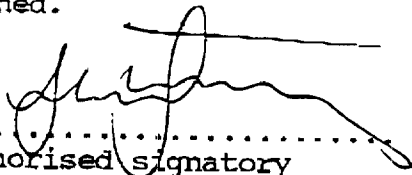
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We, being the sole member of the Company for the time being entitled to receive notice of and attend and vote at general meeting of the Company, HEREBY RESOLVE as follows:

1. THAT the ordinary shares of £1 each in the authorised and issued share capital of the Company be sub-divided into ordinary shares of 10p each and that they be redesignated as voting shares having the rights as set out in the new Articles of Association to be adopted pursuant to resolution 3 below.
2. THAT the authorised share capital of the Company be increased to £100,000 divided into 900,000 voting shares of 10p each and 100,000 non voting shares of 10p each by the creation of 899,000 voting shares of 10p each and 100,000 non voting shares of 10p each.
3. THAT new Articles of Association in the form attached to these minutes be adopted in substitution for the existing Articles of Association.
4. THAT the name of the Company be changed to "LiveNote Technologies Limited".
5. THAT the directors be and they are hereby generally and unconditionally authorised in accordance with section 80 of the Companies Act 1985 to exercise for a period of five years from the date of this resolution all powers of the Company to allot relevant securities (within the meaning of the said Section 80) up to the full amount of the authorised but unissued share capital of the Company as increased by Resolution 1. The authority hereby conferred shall allow and enable the directors to make an offer or an agreement before the expiry of the period herein referred to which would or might require relevant securities to be allotted after such expiry.
6. THAT pursuant to the authority given by Resolution 5 and pursuant to Section 95(1) Companies Act 1985, the directors

be and they are hereby given power to allot equity securities (as defined in Section 94 of that Act) as if section 89(1) of that Act did not apply to the allotment provided that this power shall expire on the fifth anniversary hereof, save that the directors may make an offer or an agreement before such expiry which would or might require equity securities to be allotted after such expiry and the directors may allot such equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.

These resolutions shall become effective on the date they are signed.



.....  
Authorised signatory  
for and on behalf of  
Smith Bernal Group Limited

Dated: 16 March 1998