

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)



U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

102218036

Tab settings

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

1. Name of conveying party(ies):

18-23-02
Smith Bernal Technologies Limited

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other United Kingdom

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

2. Name and address of receiving party(ies)

Name: LiveNote Technologies Limited

Internal
Address: Suite 303

Street Address: 520 N. Columbus Boulevard

City: Philadelphia State: PA Zip: 19123

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State United Kingdom
- 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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other

Execution Date: _____

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

A. Trademark Application No. (s)

B. Trademark Registration No.(s)

1,957,562; 2,038,649

Additional number(s) attached Yes No

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

Name: Akin, Gump, Strauss, Hauer & Feld

Internal Address: P.O. Box 12870

6. Total number of applications and registrations involved:

2

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

01-0477

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

09/11/2002 TDIRZ1 00000034 1957562

01 FC:481 40.00 OP

02 FC:482 25.00 OP

Street Address: _____

City: San Antonio State: TX Zip: 78212

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.

Kirt S. O'Neill
Name of Person Signing

Kirt S. O'Neill
Signature

August 20, 2002
Date

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

3

Company No. 2540915

SMITH BERNAL TECHNOLOGIES LIMITED
("the Company")

WRITTEN RESOLUTION

-of-

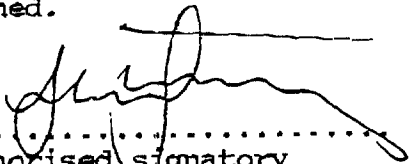
THE SOLE MEMBER OF SMITH BERNAL TECHNOLOGIES LIMITED

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