

8-13-03

DOCUMENT ID NO. 102381393

08-14-2003

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

1. Name of conveying party(ies):
Raleigh Enterprises

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

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

3. Nature of conveyance:

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

Execution Date: 04/13/99

2. Name and address of receiving party(ies)

Name: RP Holdings, Inc.
Internal
Address:

Street Address: 100 Wilshire Blvd., 8th Floor

City: Santa Monica State: CA Zip: 90401

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State California
- 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 registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,094,657;
2,045,259; 2,045,258

Additional number(s) attached Yes No

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

Name: Rebecca Lederhouse

Internal Address:

Street Address: McDermott, Will & Emery

227 W. Monroe

City: Chicago State: IL Zip: 60606

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41).....\$ 90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

13-0206

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9. Signature.

Rebecca Lederhouse

Name of Person Signing

Signature

08/08/03

Date

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Washington, D.C. 20231

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REEL: 002800 FRAME: 0291

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

1. Name of conveying party(ies):
Raleigh Enterprises

3-303

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

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

3. Nature of conveyance:

- Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 04/13/99

2. Name and address of receiving party(ies)

Name: RP Holdings, Inc.

Internal

Address: _____

Street Address: _____

City: _____ State: _____ Zip: _____

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
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3

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8. Deposit account number:

13-0206

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9. Signature.

Rebecca B. Lederhouse
Name of Person Signing

RBL
Signature

02/25/03

Date

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02 FC:8522 50.00 CH

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IN THE OFFICE OF THE
SECRETARY OF STATE
OF THE STATE OF CALIFORNIA

APR 14 1999

GILL JONES, SECRETARY OF STATE

**CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION**

The undersigned certify that:

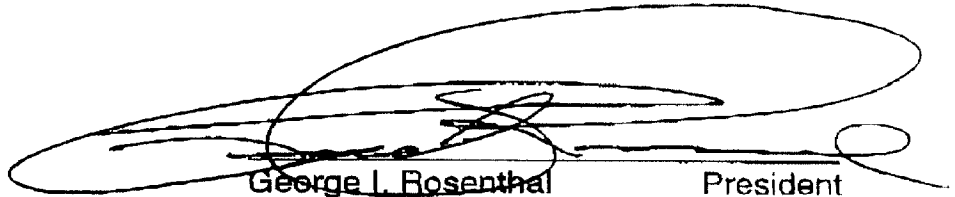
1. They are the president and secretary, respectively of RALEIGH ENTERPRISES, a California corporation.
2. Article First of the Articles of Incorporation of this corporation is amended to read as follows:

THE NAME OF THIS CORPORATION IS RP HOLDINGS, INC.

3. The foregoing amendment of Articles of Incorporation has been duly approved by the board of directors.
4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902, California Corporations Code. The total number of outstanding shares of the corporation is 25. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: April 13, 1999


George I. Rosenthal President


Mark A. Rosenthal Secretary

