Docket No.: 069164.0105 , Q = 12-2004	
U.S. DEPARTMENT OF COMMERCE RECORDATION FORM COVER SHEET Patent and TRADEMARKS ONLY	
To the Honorable Commissioner of Patents and Tr. 1026	document or copy thereof.
1. Name of Party(ies) conveying an interest: 129/04 ARENA TICKET SERVICES, INC.	2. Name and Address of Party(ies) receiving an interest:  VERTICAL ALLIANCE, INC. 5950 Sherry Lane, Suite 750  Dallas, Texas 75225
Individual(s) General Partnership X Corporation -Delaware Other  Association Limited Partnership Corporation -Delaware	Individual Association General Partnership Limited Partnership X Corporation -Delaware Other Citizenship
3. Interest Conveyed:  Assignment Security Agreement Other  Effective Date: September 4, 2002	If not domiciled in the United States, a domestic representative designation is attached:  Yes  No
4. Application number(s) or registration number(s). Additional sheet a	attached? Yes X No
A. Trademark Application No.(s) 76/275,392	B. Trademark Registration No.(s) 2,563,360; 2,697,051
5. Name and address of party to whom correspondence concerning document should be mailed:	6. Number of applications and registrations involved: 3
Name: Bradley P. Williams, Esq. Baker Botts L.L.P.	7. Amount of fee enclosed or authorized to be charged: \$90
Street Address: 2001 Ross Avenue, Suite 600 City: Dallas State: Texas Zip: 75201-2980	8. Deposit account number (Attach duplicate copy of this form if paying by deposit account):  50-2147
DO NOT USE THIS SPACE	
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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.  Bradley P. Williams	
Name of Person Signing	Date
//	Total number of pages including cover sheet 3
OMB No. 0651-0011 (exp. 4/94)	this portion
Do not detach this portion	
Mail documents to be recorded with required cover sheet information:	01-29-2004
Commissioner of Patent and Trademarks Box Assignments Washington, D.C. 20231	U.S. Patent & TMOfc/TM Mail Rcpt Dt. #77
Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (665)-60111, Washington, D.C. 20503.	

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## CERTIFICATE OF AMENDMENT TO THE CERTIFICATE OF INCORPORATION OF AKENA TICKET SERVICES, INC.

August 31, 2002

Arens Ticket Services, Inc., a corpuration organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby centify that;

FIRST:

The name of the Corporation is Arena Ticket Services, Inc.

SECOND: The Board of Directors of the Corporation, by the consent of all of its members, adopted a resolution declaring advisable and in the best interests of the Corporation that the following amendment to the Certificate of Incorporation of the Corporation be submitted to the stockholders for approval in accordance with Section 242 of the General Corporation Law of the State of Delaware:

ARTICLE I of the Certificate of Incorporation of the Corporation shall be deleted in its entirety and replaced with the following language:

"The name of the corporation (the "Company") is Vertical Alliance, Inc."

The aforesaid amendment was duly adopted by the Corporation's sele stockholder in accordance with the applicable provisions of Sections 223 and 242(b)(1) of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, Arena Ticket Services, Inc. has caused this certificate to be executed by the undersigned this 3! day of August \_\_, 2002.

ARENA TICKET SERVICES, INC.

Name Title:

John A. Dorsson

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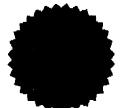
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## The First State

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 "ARENA TICKET SERVICES, INC.", CHANGING ITS NAME FROM "ARENA TICKET SERVICES, INC." TO "VERTICAL ALLIANCE, INC.", FILED IN THIS OFFICE ON THE THIRD DAY OF SEPTEMBER, A.D. 2002, AT 2:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Varriet Smith Windows Sorrery of State

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AUTHENTICATION: 1965313

DATE: 09-04-02

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RECORDED: 01/29/2004