

MRD

03-17-1999

FORM PTO-1594

3.5.99

RECORDATION FORM
TRADEMARK

DEPARTMENT OF COMMERCE
Patent and Trademark Office



100985485

To the Honorable Commissioner of Patents and Trademarks: Please receive

Application No. 100985485

1. Name of conveying party(ies):
Coleman Spas, Inc.

- Individual Association
- General Partnership Ltd. Partnership
- Corporation-State California
- 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: _____

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

**Maax Spas (Arizona), Inc.
3839 N. 35th Avenue
Phoenix, Arizona 85017**

- Individual(s) citizenship _____
- Association
- General Partnership
- Ltd. Partnership
- Corporation - State Arizona
- Other _____

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

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)
75/328,598
75/328,599

B. Trademark Registration No.(s)
1,505,721 2,151,453 1,519,707
1,351,569 1,519,706 1,676,343
1,126,944 1,630,753 1,245,176
1,124,061 1,279,725 2,094,213
65,125

Additional Numbers attached? Yes No

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

**Jill Anderfuren, Esq.
Tilton, Fallon, Lungmus & Chestnut
100 S. Wacker Drive, Suite 960
Chicago, Illinois 60606**

6. Total number of applications and registrations involved: 15

7. Total fee (37 CFR 3.41) \$ 390.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:
20-1111

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

03/16/1999 JSHADAZZ 00000112 75328598
01 FC:481 40.00 OP
02 FC:482 350.00 OP

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.

Jill Anderfuren
Name of Person Signing

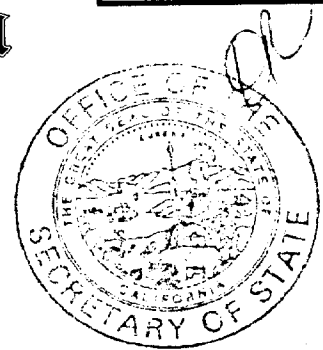
Jill Anderfuren
Signature

3/1/99
Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 1868 FRAME: 0776



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of _____



Bill Jones

Secretary of State

**CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
COLEMAN SPAS, INC.,
a California corporation**

DEC -7 1998

BILL JONES, SECRETARY OF STATE

Richard Garneau hereby certifies that:

1. He is the Vice-President and Treasurer/Chief Financial Officer of Coleman Spas, Inc., a California corporation.
2. Article I of the Articles of Incorporation of this corporation is amended to read in its entirety as follows:

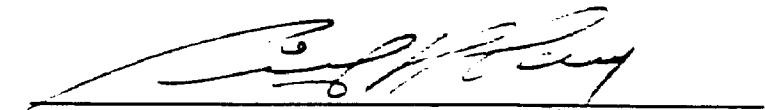
“I


The name of this corporation is: MAAX Spas (Arizona), Inc.”

3. The foregoing amendment of the Articles of Incorporation has been duly approved by the Board of Directors of this corporation.
- 4.. The foregoing amendment of the Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The corporation’s authorized capital stock consists of Common Stock and Preferred Stock. There are 3,562 shares of Common Stock outstanding and 1,000 shares of Preferred Stock outstanding. The number of shares voting in favor of the amendments exceeded the vote required for approval, such required vote being a majority of the outstanding Common Stock and a majority of the outstanding Preferred Stock.

I 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 my own knowledge.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of
Amendment at Ste-Marie, Québec on November 27, 1998.


Richard Garneau
Vice President


Richard Garneau
Chief Financial Officer/Treasurer

