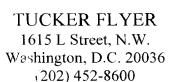


05-21-1999

U.S. Patent & TMO15/TM Mail Ropt Dt. #10





06-17-1999



101067422

1. NAME OF CONVEYING PARTY:	2. NAME AND ADDRESS OF RECEIVING PARTY:
TRAVELERS GROUP INC. A Delaware corporation	CITIGROUP INC. a Delaware corporation 153 East 53rd Street
	New York, New York 10043
3. NATURE OF CONVEYANCE:	2A. ASSIGNEE A FOREIGN ENTITY:
Assignment	Yes: No:X
_ Merger Security Agreement	2B. DOMESTIC REPRESENTATIVE DESIGNATED:
X Change of Name Other	Yes: No:X
3A. EXECUTION DATE: October 8, 1998 3B. EFFECTIVE DATE: October 8, 1998	
4A. TRADEMARK APPLICATION NOS.:	4B. TRADEMARK REGISTRATION NO(S).:
	See Attached Schedule A
Additional numbers attached?	Additional numbers attached? 11
Henry W. Leeds, Esq.	
Tucker Flyer	
Suite 400	
1615 L Street, N.W.	
Washington, D.C. 20036	
6. TOTAL NUMBER OF TITLES: 11	9. The undersigned declares to the best of his knowledge and belief that the information on this cover sheet is true and correct and any
7. TOTAL FEE: \$290.00 - Check Enclosed	copy submitted is a true copy of the original document.
8. CHARGE ADDITIONAL FEES TO: DEPOSIT ACCOUNT NO. 20-1582	dennifer N Baraban Date: May 11, 1999
Our Ref: 29770.343	Page 1 of 4

029770-00343-00087.doc

TRADEMARK

REEL: 001914 FRAME: 0298

06/17/1999 DNGUYEN

SCHEDULE A

Reg. No.	<u>Mark</u>
1 462 060	DDIMEDICA
1,463,069	PRIMERICA
1,492,554	PRIMERICA
1,497,031	PRIMERICA
1,498,362	PRIMERICA
1,501,588	PRIMERICA
1,872,032	PHYSICIANS' PREFERRED
1,883,097	DENTISTS' PREFERRED
1,964,377	ACCOUNTANTS' PREFERRED
1,989,880	TRAVELERMILES
2,006,493	NURSES' PREFERRED
2,205,367	TRAVELERS HOME MORTGAGE

-3-00086.doc

State of Delaware

Office of the Secretary of State PAGE

I, EDWARD J. FREEL, 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 "TRAVELERS GROUP INC.", CHANGING ITS NAME FROM "TRAVELERS GROUP INC." TO "CITIGROUP INC.", FILED IN THIS OFFICE ON THE EIGHTH DAY OF OCTOBER, A.D. 1998, AT 8:01 O'CLOCK A.M.

8100 7 WYA

Edward J. Freel, Secretary of State

AUTHENTICATION: 9658344

DATE: 03-29-99

TRADEMARK REEL: 001914 FRAME: 0300

2154254 810

991122819

10/08/98

CERTIFICATE OF AMENDMENT TO THE RESTATED CERTIFICATE OF INCORPORATION OF TRAVELERS GROUP INC.

Pursuant to Section 242 of the General Corporation Law of the State of Delaware

TRAVELERS GROUP INC. Delaware corporation (the а "Corporation") does hereby certify as follows:

FIRST: Article FIRST of the Restated Certificate of Incorporation of the Corporation is hereby amended to read in its entirety as set forth below:

> FIRST The name of the Corporation is: Citigroup Inc.

The first sentence of paragraph A, Article FOURTH of the SECOND: Restated Certificate of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

> The total number of shares of Common Stock which the Corporation shall have the authority to issue is six billion shares of Common Stock having a par value of one cent (\$.01) per share.

THIRD: The foregoing amendment has been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, Travelers Group Inc. has caused this certificate to be executed in its corporate name this & day of October, 1998.

TRAVELERS GROUP INC.

Charles O. Prince, III

Executive Vice President

STATE OF DELAWARE SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 08:01 AM 10/08/1998
981386709 - 2154254



REQUEST FOR W-9 FORM

TO BE COMPLETED AND RETURNED

Dear Vendor, Commissioner for Trademarks,

We are in the process of updating our W-9 forms for each of our vendors so that we may process our 1099 Forms to the Federal Government. We are required to have your current Social Security Number (SSN) or Taxpayer Identification Number (TIN) whichever one is applicable on file. If you do not return the completed W-9 form, the law requires us to withhold 31 percent of the interest, dividends, and certain other payments that we make to your account. This is called backup withholding.

Please return the completed W-9 form with the required signature and date.

We appreciate your attention to this matter. If you should have any further questions, please contact me at (253) 851-3943 in the Accounts Payable Department.

Sincerely,

HEALTHCOMM INTERNATIONAL

Dennis Noble Accounts Payable

P.O. Box 1729

5800 Soundview Drive, Gig Harbor, Washington 98335 253,851,3943 - Fax: 253,851,9749

(Rev. December 1996) Department of the Treasury

Request for Taxpayer for Trademarks ACT | Give form to the **Identification Number and Certification**

requester. Do NOT send to the IRS.

<u>-</u>	Name (If a joint account or you changed your name, see \$	specific Instructions on page 2.)		
t of type	Business name, if different from above, (See Specific Inst	ructions on page 2.)		
E C	Check appropriate box: Individual/Sole proprietor	Corporation Partnership	☐ Other ►	
168.56	Address (number, street, and apt. or suite no.)			s name and address (optional) lthComm Int'l., Inc.
Σ	City, state, and ZIP code			Box 1729 Harbor WA 98335
P	art I Taxpayer Identification Number	(TIM)		t number(s) here (optional)
Eni ind (SS	ter your TIN in the appropriate box. For ividuals, this is your social security number SN). However, if you are a resident alien OR a e proprietor, see the instructions on page 2.	Social security number		
Foi ide nu	r other entities, it is your employer intification number (EIN). If you do not have a mber, see How To Get a TIN on page 2.	OR Employer identification number	Part II	For Payees Exempt From Backup Withholding (See the instructions on page 2.)
se:	te: If the account is in more than one name, the chart on page 2 for guidelines on whose mber to enter.		>	
P	rt III Certification			

Under penalties of perjury, I certify that:

- 1. The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me), and
- I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding.

Certification Instructions.—You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and generally, payments other than interest and dividends, you are not required to sign the Certification, but you must provide your correct TIN. (See the instructions on page 2.)

Sign Date > Here Signature >

Purpose of Form.—A person who is required to file an information return with the IRS must get your correct taxpayer identification number (TIN) to report, for example, income paid to you, real estate transactions, mortgage interest you paid, acquisition or abandonment of secured property, cancellation of debt, or contributions you made to an IRA.

Use Form W-9 to give your correct TIN to the person requesting it (the requester) and, when applicable, to:

- 1. Certify the TIN you are giving is correct (or you are waiting for a number to be issued),
- 2. Certify you are not subject to backup withholding, or
- Claim exemption from backup withholding if you are an exempt payee.

Note: If a requester gives you a form other than a W-9 to request your TIN, you must use the requester's form if it is substantially similar to this Form W-9.

What Is Backup Withholding?—Persons making certain payments to you must withhold and pay to the IRS 31% of such payments under certain conditions. This is called "backup withholding." Payments that may be subject to backup withholding

11.

include interest, dividends, broker and barter exchange transactions, rents, royalties, nonemployee pay, and certain payments from fishing boat operators. Real estate transactions are not subject to backup withholding.

If you give the requester your correct TIN, make the proper certifications, and report all your taxable interest and dividends on your tax return, payments you receive will not be subject to backup withholding. Payments you receive will be subject to backup withholding if:

- 1. You do not furnish your TIN to the requester, or
- 2. The IRS tells the requester that you furnished an incorrect TIN, or
- The IRS tells you that you are subject to backup withholding because you did not report all your interest and dividends on your tax return (for reportable interest and dividends only), or
- 4. You do not certify to the requester that you are not subject to backup withholding under 3 above (for reportable interest and dividend accounts opened after 1983 only), or

5. You do not certify your TIN when required. See the Part III instructions on page 2 for detalls.

Certain payees and payments are exempt from backup withholding. See the Part II Instructions and the separate Instructions for the Requester of Form W-9.

Penalties

Failure To Furnish TIN .--- If you fail to furnish your correct TIN to a requester, you are subject to a penalty of \$50 for each such failure unless your failure is due to reasonable cause and not to willful neglect.

Civil Penalty for False Information With Respect to Withholding.—If you make a false statement with no reasonable basis that results in no backup withholding, you are subject to a \$500 penalty.

Criminal Penalty for Falsifying Information.— Willfully falsifying certifications or affirmations may subject you to criminal penalties including fines and/or imprisonment.

Misuse of TINs.—If the requester discloses or uses TINs in violation of Federal law, the requester may be subject to civil and criminal penalties.

Form VV-9 (Rev. 12-96)

Cat. No. 10231X

07/08/98 WED 09:45 [TX/RX NO 9760]

Specific Instructions

Name.—If you are an individual, you must generally enter the name shown on your social security card. However, if you have changed your last name, for instance, due to marriage, without informing the Social Security Administration of the name change, enter your first name, the last name shown on your social security card, and your new last name.

If the account is in joint names, list first and then circle the name of the person or entity whose number you enter in Part I of the form.

Sole Proprietor.—You must enter your individual name as shown on your social security card. You may enter your business, trade, or "doing business as" name on the business name line.

Other Entities.—Enter the business name as shown on required Federal tax documents. This name should match the name shown on the charter or other legal document creating the entity. You may enter any business, trade, or "doing business as" name on the business name line.

Part I—Taxpayer Identification Number (TIN)

You must enter your TIN in the appropriate box. If you are a resident alien and you do not have and are not eligible to get an SSN, your TIN is your IRS individual taxpayer identification number (ITIN). Enter it in the social security number box. If you do not have an ITIN, see How To Get a TIN below.

If you are a sole proprietor and you have an EIN, you may enter either your SSN or EIN. However, using your EIN may result in unnecessary notices to the requester.

Note: See the chart on this page for further clarification of name and TIN combinations.

How To Get a TIN.—If you do not have a TIN, apply for one immediately. To apply for an SSN, get Form SS-5 from your local Social Security Administration office. Get Form W-7 to apply for an ITIN or Form SS-4 to apply for an EIN. You can get Forms W-7 and SS-4 from the IRS by calling 1-800-TAX-FORM (1-800-829-3676).

If you do not have a TIN, write "Applied For" in the space for the TIN, sign and date the form, and give it to the requester. For interest and dividend payments, and certain payments made with respect to readily tradable instruments, you will generally have 60 days to get a TIN and give it to the requester. Other payments are subject to backup withholding.

Note: Writing "Applied For" means that you have already applied for a TIN **OR** that you intend to apply for one soon.

Part II—For Payees Exempt From Backup Withholding

Individuals (including sole proprietors) are not exempt from backup withholding. Corporations are exempt from backup withholding for certain payments, such as interest and dividends. For more information on exempt payees, see the separate Instructions for the Requester of Form W-9.

If you are exempt from backup withholding, you should still complete this form to avoid possible emoneous backup withholding. Enter your correct TIN in Part I, write "Exempt" in Part II, and sign and date the form.

If you are a nonresident alien or a foreign entity not subject to backup withholding, give the requester a completed Form W-8, Certificate of Foreign Status.

Part III-Certification

For a joint account, only the person whose T!N is shown in Part I should sign (when required).

- 1. Interest, Dividend, and Barter Exchange Accounts Opened Before 1984 and Broker Accounts Considered Active During 1983. You must give your correct TIN, but you do not have to sign the certification.
- 2. Interest, Dividend, Broker, and Barter Exchange Accounts Opened After 1983 and Broker Accounts Considered Inactive During 1983. You must sign the certification or backup withholding will apply. If you are subject to backup withholding and you are merely providing your correct TIN to the requester, you must cross out item 2 in the certification before signing the form.
- 3. Real Estate Transactions. You must sign the certification. You may cross out item 2 of the certification.
- 4. Other Payments. You must give your correct TIN, but you do not have to sign the certification unless you have been notified that you have previously given an incorrect TIN. "Other payments" include payments made in the course of the requester's trade or business for rents, royalties, goods (other than bills for merchandise), medical and health care services (including payments to corporations), payments to a nonemployee for services (including attorney and accounting fees), and payments to certain fishing boat crew members.
- 5. Mortgage Interest Paid by You, Acquisition or Abandonment of Secured Property, Cancellation of Debt, or IRA Contributions. You must give your correct TIN, but you do not have to sign the certification.

Privacy Act Notice

Section 6109 of the Internal Revenue Code requires you to give your correct TIN to persons who must file information returns with the IRS to report interest, dividends,

and certain other income paid to you, mortgage interest you paid, the acquisition or abandonment of secured property, cancellation of debt, or contributions you made to an IRA. The IRS uses the numbers for identification purposes and to help verify the accuracy of your tax return. The IRS may also provide this information to the Department of Justice for civil and criminal litigation and to cities, states, and the District of Columbia to carry out their tax laws.

You must provide your TIN whether or not you are required to file a tax return. Payers must generally withhold 31% of taxable interest, dividend, and certain other payments to a payee who does not give a TIN to a payer. Certain penalties may also apply.

What Name and Number To Give the Requester

For this type of account:	Give name and SSN of:
1. Individual	The individual
 Two or more individuals (joint account) 	The actual owner of the account or, if combined funds, the first individual on the account 1
 Custodian account of a minor (Uniform Gift to Minors Act) 	The minor ¹
A. The usual revocable savings trust (grantor is also trustee)	The grantor-trustee '
b. So-called trust account that is not a legal or valid trust under state law	The actual owner 1
5. Sole proprietorship	The owner ³
For this type of account:	Give name and EIN of:
6. Sole proprietorship	The owner 3
Sole proprietorship A valid trust, estate, or pension trust	The owner * Legal entity '
7. A valid trust, estate, or pension trust. 8. Corporate	
7. A valid trust, estate, or pension trust	Legal entity '
7. A valid trust, estate, or pension trust 8. Corporate 9. Association, club, religious, charitable, educational, or other tax-exempt organization	Legal entity ¹ The corporation
A valid trust, estate, or pension trust Corporate Association, club, religious, charitable, educational, or other tax-exempt	Legal entity ' The corporation The organization

List first and circle the name of the person whose number you furnish. If only one person on a joint account has an SSN, that person's number must be furnished.

Note: If no name is circled when more than one name is listed, the number will be considered to be that of the first name listed.

(B)

² Circle the minor's name and furnish the minor's SSN.

You must show your individual name, but you may also enter your business or "doing business as" name. You may use either your SSN or EIN (if you have one).

List first and circle the name of the legal trust, estate, or pension trust. (Do not furnish the TIN of the personal representative or trustee unless the legal entity itself is not designated in the account title.)

DAVID WAYNE SMITH 126 Avenida Melisenda San Dimas, CA 91773 909-599-2721 909-394-0551FAX/Message

May 10, 1999

FAX to: 703-308-7185

Assistant Commissioner of Trademarks Box Trademark Washington, DC 20231

RE: NO RESPONSE to Trademark Filing

Dear Trademark Commissioner:

The following information was filed in 1998 so as to secure the trademark on the name "Love Dimension". The company is INTENDING TO USE the trademark on productions beginning this year. The name was used also in the past to produce sound recordings (Compact Discs).

Please advise me of the status of the filing.

Sincerely

David W. Smith, M.D.

1 #

"s" the part than

FAMILIAR SPIRIT
126 AVENIDA MELISENDA 909-394-9725
SAN DIMAS, CA 91773

DATE 9-4-95

the hudered of

इ २५८.०

WELLS FARGO BANK

FOR Rept of Love Dimension

"OO1181" ::122000247::0755 049053"

I will be amending the trademark formerly submitted as L.D.I., Love Dimension Incorporated to "Love Dimension." I enclose payment of \$245.00. The following classes are submitted with the intent to use:

International Class 9-audio tapes, video tapes, compact disks and phonograph records featuring music.

International Class 35- providing performing artists with comprehensive management services, including accounting, design and placement of advertisement, arranging bookings, and public relations.

International Class 41- entertainment services, namely production of live performances by performing artists featuring musical and visual entertainment; production of sound and video recordings of performing artists; production of radio and television programs featuring performing artists.

Please verify receipt by FAX or telephone to 250 or 909-394-0551.

Sincerely,

David Wayne Smith, M.D., FACEP

Love Dimension TM
David Wayne Smith, M.D., FACEP
126 Avenida Melisenda
San Dimas, CA 91773

September 4, 1998

Melvin T. Axilbund Law Office 103 FAX to: 703-308-7185

RE: /086452

Amended Identification/Love Dimension, Inc.

I will be amending the trademark formerly submitted as L.D.I., Love Dimension Incorporated to "Love Dimension." I enclose payment of \$245.00. The following classes are submitted with the intent to use:

International Class 9-audio tapes, video tapes, compact disks and phonograph records featuring music.

International Class 35- providing performing artists with comprehensive management services, including accounting, design and placement of advertisement, arranging bookings, and public relations.

International Class 41- entertainment services, namely production of live performances by performing artists featuring musical and visual entertainment; production of sound and video recordings of performing artists; production of radio and television programs featuring performing artists.

Please verify receipt by FAX or telephone to 800-597-0333 or 909-394-0551.

Sincerely,

David Wayne Smith, M.D., FACEP

RECORDED: 05/25/1999