

TRADEMARKS ONLY

NRD 6-24-99

06-30-1999

Box Assignments - Fee
Commissioner of Patents and Trademarks
Washington, D.C. 20231

[x] Express Mail No. EL259314543US
[] Certified Mail



101079820

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

1. Name of conveying party(ies):
NPC Acquisition Corp.
250 Elm Street
PO Box 301
Milford, NH 03055

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

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

Name: NPC, Inc.

Internal Address: _____

Street Address: 250 Elm Street
PO Box 301
Milford, NH 03055

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

3. Nature of Conveyance:

- [] Assignment [] Merger
- [] Security Agreement [x] Change of Name
- [] Other _____

Execution Date: June 19, 1998

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

If this document is being filed together with a new application, the execution date of the application is: _____

A. Trademark Application No.(s)

B. Trademark No.(s)

2,231,857
1,749,841

Additional numbers attached?

[] Yes [x] No

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

Bourque & Associates, P.A.
835 Hanover Street, Suite 303
Manchester, NH 03104

6. Total number of applications and trademarks involved: [2]

7. Total fee (37 CFR 3.41):..... \$ 80.00

[x] Enclosed

[] Authorized to be charged to deposit account

8. Deposit account number:

02-3285

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

06/29/1999 NTHA11 00000164 2231857

01 FC:481	40.00 OP
02 FC:482	25.00 OP
03 FC:998	15.00 OP

9. Statement and signature.

To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document.

Daniel J. Bourque, Esquire
Name of Attorney of Record
Attorney Registration No. 35,457

Signature

June 24, 1999
Date

Total number of pages including cover sheet, attachments and document: [3]

**NPC ACQUISITION CORP.
CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION**

NPC Acquisition Corp., a Delaware corporation (the "Corporation"), does hereby certify, pursuant to Section 242 of the General Corporation Law of the State of Delaware, that:

FIRST: The Board of Directors of the Corporation, at a meeting of the Board of Directors of the Corporation held on June 5, 1998, duly adopted resolutions proposing an amendment to the Certificate of Incorporation of the Corporation changing Article First of the Certificate of Incorporation and submitting such proposal to the shareholders of the Corporation, as follows:

RESOLVED: That it is deemed advisable and in the best interest of the Corporation to amend Article First of its Certificate of Incorporation to read as follows:

FIRST: The name of the corporation is:

NPC, Inc."

RESOLVED: That the Corporation be and it hereby is authorized and directed to amend its Certificate of Incorporation as set forth in the foregoing resolution, that the proposed amendment to the Corporation's Certificate of Incorporation shall be submitted to the stockholders of the Corporation for their consideration and approval, and that the appropriate officers of the Corporation be and they hereby are authorized and directed to execute and deliver any and all documents or certificates deemed necessary to effectuate the proposed amendment outlined above, including a Certificate of Amendment to Certificate of Incorporation for filing with the Delaware Secretary of State, and any filings with governmental authorities to reflect the change of the Corporation's name.

SECOND: The proposed amendment to the Certificate of Incorporation of the Corporation changing Article First of the Certificate of Incorporation has

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been approved and adopted by the stockholders of the Corporation, pursuant to Section 228 of the General Corporation Laws of the State of Delaware, by written consent dated June 17, 1998.

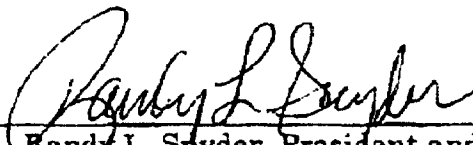
Accordingly, Article First of the Certificate of Incorporation of the Corporation is hereby amended to read as follows:

"FIRST: The name of the Corporation is:

NPC, Inc."

IN WITNESS WHEREOF, NPC Acquisition Corp. has caused this Certificate of Amendment to its Certificate of Incorporation to be executed by Randy L. Snyder, its President and CEO, this 17th day of June, 1998.

NPC Acquisition Corp.

By: 
Randy L. Snyder, President and CEO