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TRADEMARKS ONLY

Form PTO-1594 (Rev. 03/01) CMB No. 0651-0027 (exp. 5/31/2002)

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies): MCB Acquisition Subsidiary, Inc. [ ] Individual(s) [ ] Association [ ] General Partnership [ ] Limited Partnership [X] Corporation-State Delaware [ ] Other Additional name(s) of conveying party(ies) attached? [ ] Yes [X] No

2. Name and address of receiving party(ies) Name: Media Cybernetics Inc. Internal Address: Street Address: 160 Ben Burton Road City: Bogart State: GA Zip: 30622 [ ] Individual(s) citizenship [ ] Association [ ] General Partnership [ ] Limited Partnership [X] Corporation-State Delaware [ ] Other If assignee is not domiciled in the United States, a domestic representative designation is attached: [ ] Yes [ ] No N/A (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [ ] Yes [ ] No

3. Nature of conveyance: [ ] Assignment [ ] Merger [ ] Security Agreement [X] Change of Name [ ] Other Execution Date: July 9, 2001

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 75755808 76114312 Additional number(s) attached [X] Yes [ ] No

B. Trademark Registration No.(s) 1600441 2002968

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Louis C. Spelios Internal Address: Street Address: Powell, Goldstein, Frazer & Murphy LLP 191 Peachtree Street, NE, 16th Fl. City: Atlanta State: GA Zip: 30303

6. Total number of applications and registrations involved: 14 7. Total fee (37 CFR 3.41): \$ 365.00 [X] Enclosed [ ] Authorized to be charged to deposit account

8. Deposit account number: (Attach duplicate copy of this page if paying by deposit account)

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. Louis C. Spelios Signature Date: October 5, 2001

10/18/2001 DRYINK 00000109 75755808 01 FC:481 02 FC:482 40.00 DP 325.00 DP

Total number of pages including cover sheet, attachments, and document: 5 Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

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Addendum to Recordation Form Cover Sheet  
Trademarks Only

4.B. Additional Trademark Registration Numbers:

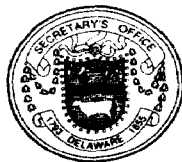
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Office of the Secretary of State

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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 "MCB ACQUISITION SUBSIDIARY, INC.", CHANGING ITS NAME FROM "MCB ACQUISITION SUBSIDIARY, INC." TO "MEDIA CYBERNETICS INC.", FILED IN THIS OFFICE ON THE NINTH DAY OF JULY, A.D. 2001, AT 9 O'CLOCK A.M.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1375248

DATE: 10-04-01

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**CERTIFICATE OF AMENDMENT  
TO THE  
CERTIFICATE OF INCORPORATION  
OF  
MCB ACQUISITION SUBSIDIARY, INC.**

(Pursuant to Section 242)

MCB Acquisition Subsidiary, Inc., a corporation organized and existing under the laws of the State of Delaware, does hereby certify:

1. The name of the corporation is "MCB Acquisition Subsidiary, Inc."
2. The Certificate of Incorporation of MCB Acquisition Subsidiary, Inc. is amended by deleting Article One of the Certificate of Incorporation of MCB Acquisition Subsidiary, Inc. in its entirety, and inserting a new Article One, as follows:

**"ARTICLE ONE  
Name**

The name of the corporation is Media Cybernetics Inc."

3. This Certificate of Amendment to the Certificate of Incorporation of MCB Acquisition Subsidiary, Inc. shall be effective at the time of its filing with the Secretary of State of the State of Delaware.

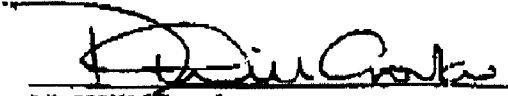
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STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 07/09/2001  
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THE UNDERSIGNED, being the sole member of the Board of Directors, and the President, of the hereinbefore named corporation, for the purpose of amending the Certificate of Incorporation of MCB Acquisition Subsidiary, Inc. pursuant to the General Corporation Law of the State of Delaware, does make this Certificate, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly has hereunto set my hand this 6<sup>th</sup> day of July, 2001.

  
\_\_\_\_\_  
N. Will Crocker

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RECORDED: 10/09/2001

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