

08-21-2002



05-29-2002

U.S. Patent & TMO/TM Mail Rcpt Dt. #26

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



102197142

U.S. Dept. of Commerce U.S. Patent and Trademark Office

Tab. settings

Resubmit

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

1. Name of conveying party(ies):

AquaTerra Environmental Services Corp.

5-29-02

- Individual(s) Association General Partnership Limited Partnership Corporation-State 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: 7/29/1999

2. Name and address of receiving party(ies)

Name: AquaTerra Assessment Services Corp.

Internal Address: Attn: Grier Raggio

Street Address: 3316 Oak Grove Ave, Suite 100

City: Dallas State: TX Zip: 75204

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State New York Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No. (s) 74009727

B. Trademark Registration No. (s) 1667043

Additional number(s) attached Yes No

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

Name: Grier Raggio

Internal Address:

Street Address: 3316 Oak Grove Ave, Suite 100

City: Dallas State: TX Zip: 75204

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

JAMES W. Crowland V.P. Name of Person Signing

[Signature] Signature

5/24/02 Date

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

06/07/2002 LINDLELL 00000100 74009727

01 FC1481

40.00 OP

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

✓ 990727000 *Old*

CERTIFICATE OF AMENDMENT
OF
THE CERTIFICATE OF INCORPORATION
OF
AquaTerra ENVIRONMENTAL SERVICES CORP.

UNDER SECTION 805 OF THE NEW YORK
BUSINESS CORPORATION LAW

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED JUL 27 1999

TAX \$ _____

BY: *JR*
New York

FILED BY:

ETTELMAN & HOCHHEISER, P.C.
100 QUENTIN ROOSEVELT BLVD., SUITE 401
GARDEN CITY, NY 11530

990727000 *Old*

2

TRADEMARK

-- REEL: 002566 FRAME: 0357

V- 990727000002

Certificate of Amendment
of
the Certificate of Incorporation
of
AquaTerra ENVIRONMENTAL SERVICES CORP.

Under Section 805
of the
New York
Business Corporation Law

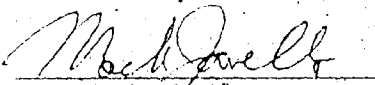
WE, THE UNDERSIGNED, being the President and Secretary, of AquaTerra ENVIRONMENTAL SERVICES CORP. INC. (the "Corporation"), a New York corporation, hereby certifies and sets forth that:

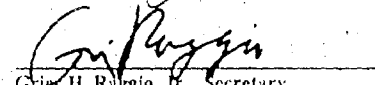
1. The name of the Corporation is Aquaterra ENVIRONMENTAL SERVICES CORP.
2. The Certificate of Incorporation was filed by the Department of State on the 27th day of March, 1989.
3. The Certificate of Incorporation is hereby amended to change the name of the Corporation to Aquaterra Assessment Services Corp. Paragraph First of the Certificate of Incorporation, which sets forth the name of the Corporation, is amended to read:

"FIRST: The name of the corporation is AquaTerra Assessment Services Corp."

4. These Amendments to the Certificate of Incorporation of the Corporation were approved by the Board of Directors and the Shareholders of the Corporation by unanimous written consent to action pursuant to Sections 708 and 615 of the New York Business Corporation, respectively.

IN WITNESS WHEREOF, I have executed and subscribed this Certificate of Amendment and do affirm the foregoing as true under penalties of perjury this 12th day of July, 1999.


Mark S. Javello, President


Gian H. Ruggio, Jr., Secretary

State of New York }
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

FEB 24 2000



Special Deputy Secretary of State

DOS-1266 (5/96)

Directors and the Shareholders of the Corporation by unanimous written consent to action pursuant to Sections 708 and 615 of the New York Business Corporation, respectively.

IN WITNESS WHEREOF, I have executed and subscribed this Certificate of Amendment and do affirm the foregoing as true under penalties of perjury this 12th day of July, 1999.

Mark S. Javello, President

Gen. H. Raggio, Jr., Secretary

E:\MSB\Aguaterra\Certificate of Amendment.wpd