

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	CHANGE OF NAME
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
London International US Holdings, Inc.		09/26/1996	CORPORATION: NEW JERSEY

RECEIVING PARTY DATA	
Name:	London International Group, Inc.
Street Address:	3585 Engineering Drive, Suite 200
City:	Norcross
State/Country:	GEORGIA
Postal Code:	30092
Entity Type:	CORPORATION: NEW JERSEY

PROPERTY NUMBERS Total: 1	
Property Type	Number
Registration Number:	1226560

CORRESPONDENCE DATA	
Fax Number:	(703)838-5554
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	703-838-5500
Email:	rgreigg@greigg.com
Correspondent Name:	Ronald E Greigg
Address Line 1:	1423 Powhatan Street, Unit One
Address Line 4:	Alexandria, VIRGINIA 22314

ATTORNEY DOCKET NUMBER:	LRC
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NAME OF SUBMITTER:	Ronald E Greigg
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Total Attachments: 4
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CH \$40.00 1226560

101242

05729-0616

785990
APPROVED

By RB

Date 12/23/96

Amount \$10,00

FILED

1118535
OCT 1 1996

**CERTIFICATE OF AMENDMENT
TO THE CERTIFICATE OF INCORPORATION
OF**

LONDON INTERNATIONAL U.S. HOLDINGS, INC.

**LONNA R. HOOKS
Secretary of State**

Pursuant to the provisions of Section 14A:9-2(4) and 14A:9-4(3) of the New Jersey Business Corporation Act (the "Act"), the undersigned corporation executes the following Certificate of Amendment to its Certificate of Incorporation:

1. The name of the corporation is London International U.S. Holdings, Inc.
2. The following amendment to the Certificate of Incorporation was adopted by the Board of Directors and the sole shareholder of the corporation on the 26th day of September, 1996.

RESOLVED, that Article FIRST of the Certificate of Incorporation is deleted in its entirety and the following new Article FIRST is substituted in its place:

"FIRST. The name of the corporation is London International Group, Inc."

3. There were 1,254,500 shares entitled to vote on the amendment.
4. The amendment was adopted by written consent of the sole shareholder of the Corporation pursuant to Section 14A:5-6 of the Act and the number of shares represented by such consent was 1,254,500.

IN WITNESS WHEREOF, London International U.S. Holdings, Inc. has caused this certificate to be signed by its duly authorized officer this 26th day of September, 1996.

LONDON INTERNATIONAL U.S. HOLDINGS,
INC.

By: Robert Kniser
Name: ROBERT KNISER
Title: Vice Pres

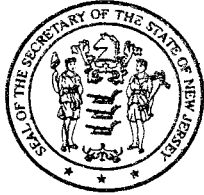
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DEC 23 1996

BOB TAFT
SECRETARY OF STATE

7960566000

I, The Secretary of State of the State of New Jersey, DO HEREBY CERTIFY that the foregoing is a true copy of CERTIFICATE OF *Amendment* and the endorsements thereon, as the same is taken from and compared with the original filed in my office on the *1st* day of *Oct*, A.D. *1996* and now remaining on file and of record therein.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Official Seal at Trenton, this *19th* day of *December*, A.D. *1996*

SECRETARY OF STATE

Thomas R. Hooty

TRADEMARK

REEL: 002691 FRAME: 0815

**UNANIMOUS WRITTEN CONSENT
OF THE BOARD OF DIRECTORS
OF LONDON INTERNATIONAL U.S. HOLDINGS, INC.**

Pursuant to Section 14A:6-7.1(5) of the New Jersey Business Corporation Act, the undersigned, being all of the members of the Board of Directors of London International U.S. Holdings, Inc., a New Jersey corporation (the "Corporation"), hereby waive notice of a meeting of the Board of Directors of the Corporation and hereby consent to and adopt the following resolutions as the action of the Board of Directors in lieu of a meeting and hereby direct that this written consent be filed with the minutes of the proceedings of the Board of Directors of the Corporation.

WHEREAS, the Board of Directors of the Corporation has determined that it is in the best interest of the Corporation and its sole shareholder to amend the Certificate of Incorporation of the Corporation to change the Corporation's name;

NOW, THEREFORE, BE IT HEREBY RESOLVED that the Board of Directors of the Corporation hereby approves, adopts and recommends to the sole shareholder an amendment to the Certificate of Incorporation of the Corporation whereby Article FIRST of the Certificate of Incorporation is deleted in its entirety and the following new Article FIRST is substituted in its place:

"FIRST. The name of the corporation is London International Group, Inc."

BE IT HEREBY FURTHER RESOLVED that the Board of Directors hereby directs that the immediately foregoing resolution be submitted to a vote of the sole shareholder of the Corporation; and

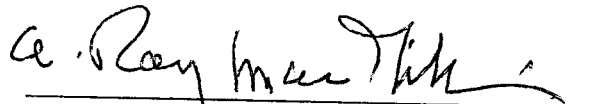
BE IT HEREBY FURTHER RESOLVED that, subject to approval of the foregoing resolution by the sole shareholder of the Corporation, the officers of the Corporation be and hereby are authorized and directed to execute and file a Certificate of Amendment to the Certificate of Incorporation of the Corporation with the Secretary of State of New Jersey and to take such other actions and execute and deliver such other documents as they deem necessary and appropriate to effectuate such amendment.

IN WITNESS WHEREOF, the undersigned hereby consent to the actions described herein effective as of the 26 day of September, 1996.




Gareth Clarke

[Signatures continued on next page]



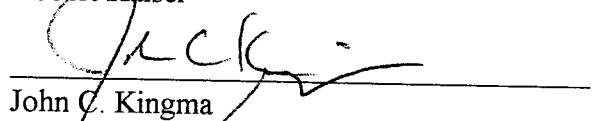
A. Roy MacGillis



William Ginna



Robert Kaiser



John C. Kingma