

Form PTO-1595

RECORDATION FORM COVER SHEET  
PATENTS ONLY

U.S. DEPARTMENT OF  
COMMERCE

(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)

U.S. Patent and Trademark Office

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

<p>1. Name of conveying party(ies):</p> <p style="text-align: center;"><b>Gray Matter Holdings, LLC</b></p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment                      <input type="checkbox"/> Merger</p> <p><input type="checkbox"/> Security Agreement              <input checked="" type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Other : License</p> <p>Execution Date: <b>August 13, 2003</b></p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: <b>180s, Inc.</b></p> <p>Internal Address:</p> <p>Street Address: <b>701 E. Pratt Street</b></p> <p>City: <b>Baltimore</b> State: <b>MD</b> Zip: <b>21202-3101</b></p> <p>Additional name(s) &amp; address(es) attached? No <input checked="" type="checkbox"/> Yes <input type="checkbox"/></p>
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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:

<p>A. Patent Application No.(s)</p> <p>See attached list</p>	<p>B. Patent No.(s)</p>
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Additional numbers attached?  Yes  No

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <b>Cooley Godward LLP</b></p> <p>Internal Address: <b>Patent Group</b></p> <p>Street Address:</p> <p><b>One Freedom Square, Reston Town Center,</b></p> <p><b>11951 Freedom Drive</b></p> <p>City: <b>Reston</b> State: <b>VA</b> Zip: <b>20190-5656</b></p>	<p>6. Total number of applications and patents involved: [18]</p> <p>7. Total fee (37 CFR 3.41)..... \$720.00</p> <p><input type="checkbox"/> Enclosed</p> <p><input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <b>50-1283</b></p> <p>The Commissioner is hereby authorized to charge any appropriate fees under 37 CFR 3.41 that may be required by this paper, and to credit any overpayment, to Deposit Account No. 50-1283. This paper is submitted in duplicate.</p>
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**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.*

<p><b>Christopher R. Hutter, Reg. No. 41,087</b></p> <p>Name of Person Signing</p>	 <p>Signature</p>	<p><b>December 20, 2004</b></p> <p>Date</p>
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Total number of pages including cover sheet, attachments, and documents: [4]

**Mail documents to be recorded with required cover sheet information to:**  
Mail Stop Assignment Recordation Services, Director of the U.S. Patent and Trademark Office  
P.O. Box 1450, Alexandria, VA 22313-1450

I hereby certify that this correspondence is being transmitted by facsimile addressed to Assignment Recordation Services, Facsimile Number (703) 306-5995, at United States Patent and Trademark Office, Alexandria, VA 22313-1450 on December 20, 2004.

By:   
Anna O'Connor

CH \$720.00 501283 5835609

List of U.S. Patents and Patent Applications for  
Section 4 of Recordation Form Cover Sheet

<b>Appl. No. Filing Date</b>	<b>Patent No. Issue Date</b>	<b>Title</b>
08/676,597 7/3/96	<b>U.S. 5,835,609</b> 11/10/98	Ear Protection Device
09/045,994 3/23/98	<b>U.S. 6,286,786</b> 9/11/01	Remotely Controlled Aircraft
09/232,224 1/19/99	<b>U.S. 6,145,789</b> 11/14/00	Remotely Controlled Aircraft
09/489,149 1/21/00	<b>U.S. 6,257,525</b> 7/10/01	Remotely Controlled Aircraft
09/521,241 4/5/00	<b>U.S. 6,332,223</b> 12/25/01	Apparatus and Method for Making an Ear Warmer Having Interior Seams
09/943,064 8/31/01	<b>U.S. 6,817,710</b> 11/16/04	Eyeglasses with Rotatable Temples
09/978,591 10/18/01	<b>U.S. 6,502,247</b> 1/7/03	Apparatus and Method for Making an Ear Warmer Having Interior Seams
09/986,103 11/7/01	<b>U.S. 6,502,248</b> 1/7/03	Apparatus and Method for Making an Ear Warmer and an Ear Warmer Frame
10/024,523 12/21/01	<b>U.S. 6,499,146</b> 12/31/02	Ear Protection Device
10/062,508 2/5/02	N/A	Hand Covering
10/330,213 12/30/02	N/A	Ear Protection Device
10/335,930 1/3/03	N/A	Apparatus and Method for Making an Ear Warmer and an Ear Warmer Frame
10/358,397 2/5/03	N/A	Hand Covering
10/820,707 4/9/04	N/A	Apparatus and Method for Making an Ear Warmer and an Ear Warmer Frame
10/987,308 11/15/04	N/A	Eyeglasses with Rotatable Temples
29/147,528 8/31/01	<b>U.S. D461,836</b> 8/20/02	Eyeglasses with Front-Folding Parallel Temples
29/147,529 8/31/01	<b>U.S. D461,488</b> 8/13/02	Eyeglasses with Front-Folding Overlapping Temples
29/147,530 8/31/01	<b>U.S. D473,584</b> 4/22/03	Eyeglasses with Front-Folding Crossing Temples

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 01:48 PM 08/13/2003  
FILED 01:48 PM 08/13/2003  
SRV 030528738 - 2755829 FILE

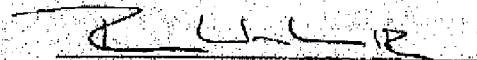
**GRAY MATTER HOLDINGS, LLC**

**CERTIFICATE OF CONVERSION**

Gray Matter Holdings, LLC (the "Company") desires to convert from a limited liability company to a corporation, in accordance with Section 265 of the Delaware General Corporation Law, and hereby certifies to the Delaware Secretary of State that:

1. The Company was first formed on May 28, 1997.
2. The Company is a limited liability company formed in the State of Delaware.
3. The name of the Company immediately prior to the filing of this Certificate of Conversion is: Gray Matter Holdings, LLC.
4. The name of the corporation to which the Company is being converted, as set forth in its certificate of incorporation, is: 180s, Inc.

**IN WITNESS WHEREOF**, the undersigned has executed this Certificate of Conversion on this 13<sup>th</sup> day of August, 2003.



Name: Ronald L. Wilson, II  
Title: Chief Executive Officer  
Authorized Person

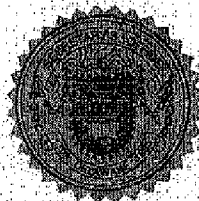
BAO/114797.v1

# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED LIABILITY COMPANY UNDER THE NAME OF "GRAY MATTER HOLDINGS, LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "GRAY MATTER HOLDINGS, LLC" TO "180S, INC.", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF AUGUST, A.D. 2003, AT 1:48 O'CLOCK P.M.



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

2755829 8100V

AUTHENTICATION: 2712438

030687577

DATE: 10-27-03