

Docket No.: 19799Y

FORM PTO-1595 (Modified)
(Rev. 03-01)
OMB No. 0951-0027 (exp. 5/31/2002)
PCBA/REV03

RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
GPS Acquisition, LLC

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

Name: **GPS Tracks, LLC**

Address: **500 North Broadway, Suite 225**

Additional names(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

City: **Jericho** State/Prov.: **New York**

Country: **USA** ZIP: **11753**

Execution Date: **December 22, 2004**

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

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

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

Patent Application No. Filing date

B. Patent No.(s)

6,441,778 issued
August 27, 2002

Additional numbers attached? Yes No

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

Name: **Peter I. Bernstein**

Registration No. **43,497**

Address: **Scully, Scott, Murphy & Presser, P.C.**

400 Garden City Plaza, Suite 300

City: **Garden City** State/Prov.: **New York**

Country: **USA** ZIP: **11530**

6. Total number of applications and patents involved: **1**

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

- Enclosed - Any excess or insufficiency should be credited or debited to deposit account
- Authorized to be charged to deposit account

8. Deposit account number:

19-1013/SSMP

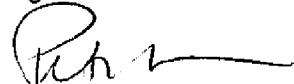
(Attach duplicate copy of this page if paying by deposit account)

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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.

Peter I. Bernstein



May 23, 2006

Name of Person Signing

Signature

5

Date

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

Mail documents to be recorded with required cover sheet information to:
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PATENT

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REEL: 017663 FRAME: 0107

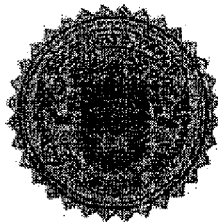
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Delaware

PAGE 1

The First State

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 "GPS ACQUISITION, LLC", CHANGING ITS NAME FROM "GPS ACQUISITION, LLC" TO "GPS TRACKS, LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2004, AT 12:57 O'CLOCK P.M.



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3574979

DATE: 12-23-04

PATENT
REEL: 017663 FRAME: 0108

CERTIFICATE OF AMENDMENT

of

GPS ACQUISITION, LLC

Pursuant to Section 13-202 of the Delaware Limited Liability Company Act ("DLLCA"), GPS Acquisition, LLC, a Delaware limited liability company (the "Company"), hereby amends its Certificate of Formation and files with the Secretary of State of Delaware this Certificate of Amendment (the "Amendment") as set forth herein. Other than as set forth in this Amendment, the Company's Certificate of Formation shall remain unchanged.

ARTICLE ONE

The name of the limited liability company is GPS Acquisition, LLC.

ARTICLE TWO

Article I of the Company's Certificate of Formation is hereby amended to read in its entirety as follows:

The name of the Company is GPS Tracks, LLC.

IN WITNESS WHEREOF, as an officer duly authorized to execute this Amendment on behalf of the Company, the undersigned has set her hand hereto this 20 day of December 2004.

GPS Acquisition, LLC


Jennifer Durst, Chief Executive Officer

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State of Delaware
Secretary of State
Division of Corporations
Delivered 12:57 PM 12/22/2004
FILED 12:57 PM 12/22/2004
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