

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

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

1. Name of conveying party(ies):
VTX Acquisition Corp., a Delaware corporation

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

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

2. Name and address of receiving party(ies)
Name: **Vetronix Corporation, a Delaware corporation**

Internal Address: _____

Street Address: **2030 Alameda Padre Serra**
Santa Barbara
City: _____ State: **CA** Zip: **93103**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **July 9, 2003**

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

A. Trademark Application No.(s)
See attached trademark assignment Schedule A

Additional number(s) attached Yes No

B. Trademark Registration No.(s)
See attached trademark assignment Schedule A

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: **Renato L. Smith, Esq.**

Internal Address: **BELL, BOYD & LLOYD LLC**

Street Address: **70 West Madison Street**
Suite 3300

City: **Chicago** State: **IL** Zip: **60602**

6. Total number of applications and registrations involved: **23**

7. Total fee (37 CFR 3.41).....\$ **590.00**


Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
02-1818

(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.

Renato L. Smith, Esq.  **July 18, 2003**
Name of Person Signing Signature Date

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

CH \$640.00 021818 78257862

SCHEDULE A

| Trademark | Registration or Serial No. | Registration |
|--------------------------------------|--------------------------------------|---------------------|
| Carport | 2,453,660 | Complete |
| Crash Data Retrieval System | 78,257,862 | Pending |
| Flight Reporter | 78,243,728 | Pending |
| Guide | 78,154,155 | Pending |
| In Vehicle Information System | 76,368,792 | Pending |
| IVIS | 2,677,396 | Complete |
| IVIS Lite | 76,419,605 and 76,392,957 | Pending |
| Mastertech | 1,745,088 | Complete |
| Mastertrak | 76,412,938 | Pending |
| MTS 3100 Mastertech | 78,221,484 | Pending |
| MTS 5100 Engine Analyzer | 78,221,525 | Pending |
| ServicePad | 76,463,264 | Pending |
| Tech 1 | 1,539,176 and 1,239,176 | Complete |
| Tech 3 | 75,620,052 | Pending |
| TechView | 1,854,537 | Complete |
| TechWave (software) | 2,583,206 | Complete |
| TechWave (tester apparatus) | 2,540,912 | Complete |
| VRC1320 | 2,444,871 | Complete |
| Wireless Road | 76,055,005 | Pending |
| WRAPI | 76,063,350 | Pending |
| WRAP | 76,062,262 | Pending |
| WRIM | 76,055,009 | Pending |
| WROC | 76,062,261 | Pending |

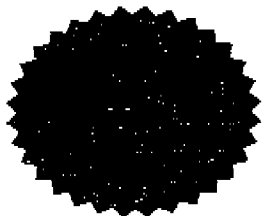
Delaware

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 "VTX ACQUISITION CORP." CHANGING ITS NAME FROM "VTX ACQUISITION CORP." TO "VETRONIX CORPORATION", FILED IN THIS OFFICE ON THE NINTH DAY OF JULY, A.D. 2003, AT 2:56 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3670217 8100

030451561

AUTHENTICATION: 2521357

DATE: 07-10-03

TRADEMARK

REEL: 002688 FRAME: 0698

CORPORATION TRUST WILM TEAM #2

(WED) 7. 9' 03 13:57/ST. 13:56/NO. 486379638 P 12

State of Delaware
Division of Corporations
Delivered 02:56 PM 07/09/2003
FILED 02:56 PM 07/09/2003
SRV 030451561 - 3670217 FILE

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION**

VTX ACQUISITION CORP., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation duly adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

"1. The name of the corporation is: **Vetronix Corporation.**"

SECOND: That, in lieu of a meeting and vote of stockholders, the sole stockholder of said corporation has by written consent dated July 8, 2003 approved said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 141, 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed by its President, on this 9th day of July, 2003.

VTX ACQUISITION CORP.

By: /s/ Manfred Schon
Name: Manfred Schon
Title: President

... VETRONIX ... (THU) 7/10/03 10:45:ST 10:44/NO. 4863796983 P 3

USE OF NAME CONSENT

The undersigned hereby consents to the use by VTX Acquisition Corp., a Delaware corporation (the "Corporation"), of the name "Vetronix Corporation" as the new name of the Corporation, upon amendment of the Corporation's Certificate of Incorporation.

Dated: July 9, 2003

VETRONIX COMPANY LLC, by Vetronix Corporation, Sole Member

By: *J.V. Zaleski*
James V. Zaleski, President

326816/DX

TOTAL P. 02