

FORM PTO-1618A
Expires 08/30/99
OMB 0851-0027

07-30-1998

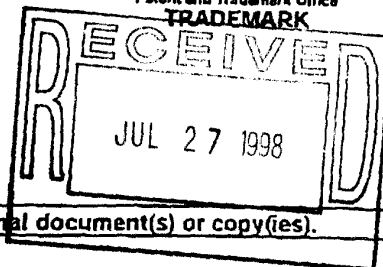


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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. Department of Commerce
Patent and Trademark Office

TRADEMARK



med 7-27-98

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment
- License
- Security Agreement
- Nunc Pro Tunc Assignment
Effective Date
Month Day Year _____
- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name KALYN INCORPORATED Execution Date
Month Day Year 08/11/93

Formerly _____

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association

Other _____

Citizenship/State of Incorporation/Organization TEXAS

Receiving Party

Mark if additional names of receiving parties attached

Name KALYN SIEBERT INCORPORATED

DBA/AKA/TA _____

Composed of _____

Address (line 1) P. O. BOX 1078

Address (line 2) 1505 WEST MAIN STREET

Address (line 3) GATESVILLE TEXAS 76528

- Individual
- General Partnership
- Limited Partnership
- If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Corporation Association

Other _____

Citizenship/State of Incorporation/Organization TEXAS

FOR OFFICE USE ONLY

07/29/1998 BCDATES 00000014 1684375

01 FC:481
02 FC:482

40.00 OP
25.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0851-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0851-0027, Patent and Trademark Assignment Practices. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK

REEL: 1761 FRAME: 0362

FORM PTO-1618B
Expires 06/30/99
OMB 0491-0077

Page 2

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1684375"/>	<input type="text" value="1684376"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

ROBERT B. COWARD

Robert B. Coward

07-24-98

Name of Person Signing

Signature

Date Signed

FORM PTO-1618C
Expires 05/30/99
OMB 0951-0027

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date

Name

KALYN INCORPORATED

Month Day Year

08/11/93

Formerly

Individual

General Partnership

Limited Partnership

Corporation

Association

Other

Citizenship State of Incorporation/Organization

TEXAS

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

KALYN SIEBERT INCORPORATED

DBA/AKA/TA

Composed of

Address (line 1)

P. O. BOX 1078

Address (line 2)

1505 WEST MAIN STREET

Address (line 3)

GATESVILLE

TX

76528

City

State/Country

Zip Code

Individual

General Partnership

Limited Partnership

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached (Designation must be a separate document from the Assignment.)

Corporation

Association

Other

Citizenship/State of Incorporation/Organization

TEXAS

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

1684375	1684376	



The State of Texas

SECRETARY OF STATE

The undersigned, as Secretary of State of the State of Texas, **HEREBY CERTIFIES** that the attached is a true and correct copy of the following described instruments ~~on file~~ in this office:

KALYN/SEIBERT INCORPORATED
FORMERLY: KALYN INCORPORATED

ARTICLES OF AMENDMENT

AUGUST 26, 1993



IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, on March 7, 1996.

Antonia O. Garza, Jr.

Antonia O. Garza, Jr. **BAM**
Secretary of State

REEL: 1761 FRAME: 0365

00171303103

FILED
In the Office of the
Secretary of State of Texas

AUG 26 1993
Corporations Section

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
KALYN INCORPORATED**

Pursuant to the provisions of Article 4.04 of the Texas Business Corporation Act, undersigned corporation adopts the following Article of Amendment to its Articles of Incorporation:

ARTICLE ONE

The name of the corporation is Kalyn Incorporated.

ARTICLE TWO

The following amendment to the Articles of Incorporation was adopted by the shareholders of the corporation on March 29, 1993:

RESOLVED, that Article One of the Articles of Incorporation is amended to read as follows:

The name of the corporation is Kalyn/Siebert Incorporated.

ARTICLE THREE

The number of shares of the corporation outstanding at the time of the adoption was 25,000; and the number of shares entitled to vote on the amendment was 25,000. The number of shares voting for the amendment were 25,000, and the number of shares voting against the amendment were none.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 11th day of August, 1993.

Robert B. Coward

Robert B. Coward, President

Lewis A. Smith

Lewis A. Smith, Secretary

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MINUTES OF MEETING OF BOARD OF DIRECTORS

A regular meeting of the Board of Directors of Kalyn, Inc., a Texas corporation, was held at its offices in Gatesville, Texas, on March 29, 1993, at 6:00 P.M. pursuant to written notice delivered 40 days prior to the meeting, by mail, to each shareholder entitled to vote at the meeting.

A majority the Directors were present at the meeting.

The minutes of the last meeting of the Board of Directors held on February 10, 1993, were read to those present, and there being no objections, corrections, or modifications to those minutes, they were approved.

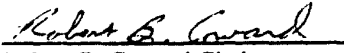
The Chairperson announced that the purpose of the meeting was to consider the amendment of the Articles of Incorporation. After discussion, the following resolutions were adopted by a majority of those present at the meeting.

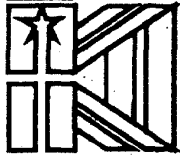
RESOLVED, that Article One of the Articles of Incorporation is amended to read in full as follows:

The name of the corporation is Kalyn/Siebert Incorporated.

There being no further business to come before the meeting, it was, upon motion duly made, seconded, and unanimously carries, adjourned.

Dated: February 10, 1993.


Robert B. Coward, Chairman



KALYN[®]
SIEBERT[®]

A RailAmerica Company

APRIL 28, 1998

PLEASE NOTE OUR NEW MAILING AND SHIPPING
ADDRESSES:

MAILING: P. O. BOX 1078
GATESVILLE, TX 76528-6078

SHIPPING: 1505 WEST MAIN STREET
GATESVILLE, TX 76528

OUR PHYSICAL LOCATION IS STILL THE SAME.

TELEPHONE: 254-865-7235
800-525-9689

FAX: 254-865-7234

KALYN QUALITY TRAILERS™

RECORDED: 07/27/1998

TRADEMARK

REEL: 1761 FRAME: 0368