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FEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Assistant Commissioner for Trademarks, 100789623 Original documents or copy thereof.

1 Name of conveying party(ies):

Automated Concepts, Inc.

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

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

3. Nature of conveyance:

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

Execution Date: 01/29/98

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

A. Trademark Application No.(s)

75/389,727

B. Trademark registration No.(s)

Additional numbers attached? Yes No

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

Name: James E. Bradley

Internal Address: FELSMAN, BRADLEY, GUNTER & DILLON, LLP

201 Main Street, Suite 1600

Fort Worth, Texas 76102-3105

Street Address: FELSMAN, BRADLEY, GUNTER & DILLON, LLP

201 Main Street, Suite 1600

City: Fort Worth

State: Texas

ZIP: 76102-3105

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 1.21(h)).....\$ 40.00

Enclosed

Authorized to charge any additional fees due to deposit account

8. Deposit Account Number:

06-0580

(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.

Christa King
Name of Person Signing

Signature

7/27/98
Date

Total number of pages including cover sheet, attachments, and documents: 17

OMB No. 0651-0011 (exp. 4/94)

~~08/10/1998~~ DNGUYEN-00000140-75389727

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Mail documents to be recorded required cover sheet information to:

Assistant Commissioner for Trademarks
Box Assignments
2900 Crystal Drive
Arlington, Virginia 22202-3513

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Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C.



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that the attached is/are true and correct copies of the following described document(s) on file in this office:

**ASCENSION CONSULTING CORP.
FORMERLY: AUTOMATED CONCEPTS, INC.
CHARTER #1288522-00**

ARTICLES OF AMENDMENT

JANUARY 29, 1998



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 July 16, 1998.

Alberto R. Gonzales
Secretary of State
REEL: 1765 FRAME: 0964

~~PH~~

**ARTICLES OF AMENDMENT AND RESTATEMENT OF
ARTICLES OF INCORPORATION**

FILED
in the Office of the
Secretary of State of Texas

JAN 29 1998

Corporations Section

Pursuant to the provisions of Article 4.04 and 4.07 of the Texas Business Corporation Act, the undersigned corporation adopts the following articles of amendment to its articles of incorporation and restates its Articles of Incorporation. Each amendment has been effected in conformity with the provisions of the Business Corporation Act:

1. The name of the corporation prior to the Amendment and Restatement is Automated Concepts, Inc.
2. Article One is amended to provide: "The name of the corporation is Ascension Consulting Corp."

Article Four is amended to provide: "The aggregate number of shares which the corporation shall have authority to issue is Fifty Thousand (50,000) voting shares with no par value and Fifty Thousand (50,000) non-voting shares with no par value. All shares previously issued are and shall remain voting shares. All voting and non-voting shares shall share equally in dividends as and when dividends are declared and paid."

Article Five is amended to provide: "The corporation did not commence business until it had received for the issuance of its shares consideration of the value of \$1,000.00 consisting of money, labor done, or property actually received."

Article Ten is amended to provide: "To the extent permitted by Texas Business Corporation Act Article 2.02-1 the Corporation shall indemnify any present or former Director, officer, employee, or agent of the Corporation against judgments, penalties (including excise and similar taxes), fines, settlements, and reasonable expenses actually incurred by the person in connection with a proceeding in which the person was, is, or is threatened to be made a named defendant or respondent because the person is or was a Director, officer, employee, or agent of the Corporation or its employee benefit plan."

3. The date of amendment by the shareholders and directors was December 15, 1997.
4. The number of shares outstanding is 10,000 shares.

The number of shares entitled to vote on the amendment is 10,000 shares.

There is no class or series entitled to vote as a class.

5. The number of shares voting for the Amendment and Restatement is 10,000 shares.

There were no shares voting against the Amendment and Restatement.

6. The Amendment affects the stated capital by increasing the authorized voting shares and authorizing non-voting shares as provided in Amended Article Four set out above.

7. The Amended Articles of Incorporation shall be Restated as set out below and the following Restated Articles accurately copies the Articles of Incorporation and all amendments that are in effect to date and further amended by these restated Articles of Incorporation and the Restated Articles contains no other change in any provision thereof:

ARTICLE ONE

The name of the corporation is Ascension Consulting Corp.

ARTICLE TWO

The period of duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is for computer consultation and the transaction of any and all lawful business for which corporation may be incorporated under the Texas Business Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is Fifty Thousand (50,000) voting shares with no par value and Fifty Thousand (50,000) non-voting shares with no par value. All shares previously issued are and shall remain voting shares. All voting and non-voting shares shall share equally in dividends as and when dividends are declared and paid.

ARTICLE FIVE

The corporation did not commence business until it had received for the issuance of its shares consideration of the value of \$5,000.00 consisting of money, labor done, or property actually received.

ARTICLE SIX

The street address of its initial registered office is 6500 West Vickery Boulevard, Fort Worth, Texas 76116 and the name of its initial registered agent at such address is W. Bernard Whitney.

ARTICLE SEVEN

Cumulative voting by the shareholders of the corporation at any election for Directors is expressly prohibited. The shareholders entitled to vote for Directors in such election shall be entitled to cast one vote per directorship for each share held, and no more.

ARTICLE EIGHT

No holder of any shares of any class of stock of the corporation shall, as such holder, have any preemptive or preferential right to receive, purchase, or subscribe to (1) any unissued or treasury shares of any class of stock (whether now or later authorized) of the corporation, (2) any obligations, evidences of indebtedness, or other securities of the corporation convertible into or exchangeable for, or carrying or accompanied by any rights to receive, purchase, or subscribe to, any such unissued or treasury shares, (3) any right of subscription to or to receive, or any warrant or option for the purchase of, any of the foregoing securities, (4) any other securities that may be issued or sold by the corporation, other than such (if any) as the Board of Directors of the corporation, in its sole discretion, may determine from time to time.

ARTICLE NINE

The number of directors constituting the initial board of directors is One (1), and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until his successors are elected and qualified is:

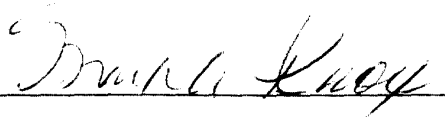
Mark A. Knox
5507 Oak Brook Rd.
Arlington, Texas 76016

ARTICLE TEN

To the extent permitted by the Texas Business Corporation Act Article 2.02-1 the Corporation shall indemnify any present or former Director, officer, employee, or agent of the Corporation against judgments, penalties (including excise and similar taxes), fines, settlements, and reasonable expenses actually incurred by the person in connection with a proceeding in which the person was, is, or is threatened to be made a named defendant or respondent because the person is or was a Director, officer, employee, or agent of the Corporation or its employee benefit plan.

The holders of all of the shares outstanding and entitled to vote on said amendment have signed a consent in writing pursuant to Article 9.10 adopting said amendment and any written notice required by Article 9.10 has been given.

Ascension Consulting Corp.

By: 

Name: Mark A. Knox

Title: President