

12-23-1998

FORM PTO-1678
Expires 06/30/99
OMB 0651-0027



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

100928739

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12-18-98

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

Submission Type <input checked="" type="checkbox"/> New <input type="checkbox"/> Resubmission (Non-Recordation) Document ID # <input type="text"/> <input type="checkbox"/> Correction of PTO Error Reel # <input type="text"/> Frame # <input type="text"/> <input type="checkbox"/> Corrective Document Reel # <input type="text"/> Frame # <input type="text"/>	Conveyance Type <input type="checkbox"/> Assignment <input type="checkbox"/> License <input type="checkbox"/> Security Agreement <input type="checkbox"/> Nunc Pro Tunc Assignment <input checked="" type="checkbox"/> Merger Effective Date Month Day Year <input type="text" value="09/30/98"/> <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other <input type="text"/>
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Conveying Party Mark if additional names of conveying parties attached

Name Execution Date
 Formerly

Individual General Partnership Limited Partnership Corporation Association
 Other
 Citizenship/State of Incorporation/Organization

Receiving Party Mark if additional names of receiving parties attached

Name
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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.)

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12/22/1998 DMGUYEN 00000113 75409049
01 FC:481 40.00 DP

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Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK
REEL: 1831 FRAME: 0263

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Enter for the first Receiving Party only.

Name

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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).

Trade Application Number(s)

Registration Number(s)

<input type="text" value="75/409,049"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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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:

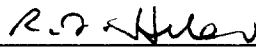
Yes No

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.

R. J. Heher, Esq.

Name of Person Signing



Signature

12/4/98

Date Signed

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"PTR DEVELOPMENT SERVICES INCORPORATED", A DELAWARE CORPORATION,

WITH AND INTO "AMERITON PROPERTIES INCORPORATED" UNDER THE NAME OF "AMERITON PROPERTIES INCORPORATED", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF MARYLAND, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF SEPTEMBER, A.D. 1998, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF SEPTEMBER, A.D. 1998.

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



Edward J. Freel

Edward J. Freel, Secretary of State

2949626 8100M

AUTHENTICATION:

9328318

981376825

DATE:

09-29-98

TRADEMARK

REEL: 1831 FRAME: 0265

CERTIFICATE OF MERGER
OF
PTR DEVELOPMENT SERVICES INCORPORATED
(a Delaware corporation)

WITH AND INTO
AMERITON PROPERTIES INCORPORATED
(a Maryland corporation)

(Under Section 252 of the General
Corporation Law of the State of Delaware)

The undersigned corporation

DOES HEREBY CERTIFY THAT:

FIRST: The name and state or jurisdiction of incorporation of each of the constituent corporations of the merger is as follows:

NAME	STATE OF DOMICILE
PTR Development Services Incorporated	Delaware
AMERITON Properties Incorporated	Maryland

SECOND: The agreement and plan of merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation of the merger is AMERITON Properties Incorporated.

FOURTH: The articles of incorporation of AMERITON Properties Incorporated, a Maryland corporation, shall be the articles of incorporation of the surviving corporation.

FIFTH: The executed agreement and plan of merger is on file at the principal place of business of the surviving corporation. The address of said principal place of business is 7670 South Chester Street Suite 100, Englewood CO 80112.

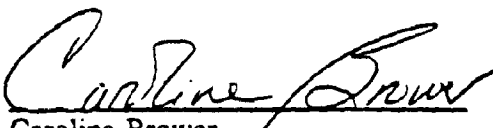
SIXTH: A copy of the agreement and plan of merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The surviving corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of any constituent corporation of the State of Delaware, as well as for the enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General Corporation Law, and hereby irrevocably appoints the Secretary of State of the State of Delaware as its agent to accept service of process in any such suit or other proceedings. Service of process may be forwarded by the Secretary of State of the State of Delaware to the principal office of the surviving corporation located at 7670 South Chester Street Suite 100, Englewood CO 80112.

EIGHTH: The merger is to be effective at 9:05 a.m. on September 30, 1998.

Dated: September 28, 1998

AMERITON PROPERTIES INCORPORATED,
a Maryland corporation

By: 
Caroline Brower
President and Executive Director

ATTEST:


R. Scot Sellers
Executive Director and Secretary