

11-29-1999



101210198

MRD 11/19/99

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

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
- Merger Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
10/02/1999

Name

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

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

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 Assignment.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

11/26/1999 DNGUYEN 00000006 75443578

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
125.00 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 (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. 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: 001992 FRAME: 0525

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)

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.

James L. Kissire



11/15/99

Name of Person Signing

Signature

Date Signed

CERTIFICATE OF MERGER
of
HENNESSY PRODUCTS, INCORPORATED
(a Delaware corporation)
and
NEW NOVIATION, INC.
(a Delaware corporation)
with and into
CHATHAM ENTERPRISES INC.
(a Delaware corporation)

The undersigned corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger are as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
Hennessy Products, Incorporated	Delaware
New Novation, Inc.	Delaware
Chatham Enterprises Inc.	Delaware

SECOND: That an agreement of merger or consolidation (the "Agreement and Plan of Merger") has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251(b) of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation is Chatham Enterprises Inc.

FOURTH: That the existing Certificate of Incorporation of the surviving corporation shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: That the executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation, the address of which is 12221 Merit Drive, Suite 400, Dallas, Texas 75251.

SIXTH: That 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: That the authorized capital stock of Hennessy Products, Incorporated is Twenty Thousand (20,000) shares of Common Stock, Ten Dollar (\$10.00) par value, of which One Hundred (100) shares are issued and outstanding, and One Thousand Three Hundred (1300) shares of Preferred Stock, One Hundred Dollar (\$100.00) par value, of which no shares are issued and outstanding. That the authorized capital stock of New Novation, Inc. is One Hundred (100) shares of Common Stock, One Cent (\$0.01) par value, of which Ten (10) shares are issued and outstanding.

EIGHTH: This Certificate of Merger shall be effective at 11:59 p.m. on October 2, 1999, which time and date are subsequent to the date hereof but not later than ninety (90) days following the filing hereof by the Secretary of State of Delaware.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Merger as of September 23, 1999.

CHATHAM ENTERPRISES INC.

By: 
Daniel Timm
Chief Financial Officer