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FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

03-03-2000

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



101280396

**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 **Change of Name**

Other

Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

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

03/03/2000 BCDATES 00000026 1820791
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FOR OFFICE USE ONLY

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: 002029 FRAME: 0020

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="1820791"/>	<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"/>	<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.

Wade Kerrigan

11/21/00

Name of Person Signing

Signature

Date Signed

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State
CORPORATION DIVISION

CERTIFICATE OF MERGER
MISSOURI CORPORATION SURVIVING

WHEREAS, Articles of Merger of the following corporations:
SERVICBONE, INC. (A Delaware corp not qualified)

INTO:

SERVICE TODAY, INC. (#00369418)

Organized and Existing Under Law of Missouri, Delaware
have been received, found to conform to law, and filed.

NOW, THEREFORE, I, REBECCA MCDOWELL COOK, Secretary of State of
Missouri, issue this Certificate of Merger, certifying that the
merger of the aforementioned corporations is effected, with

SERVICE TODAY, INC. (#00369418)

as the surviving corporation.

IN TESTIMONY WHEREOF, I HAVE SET MY
HAND AND IMPRINTED THE GREAT SEAL OF
THE STATE OF MISSOURI, ON THIS, THE
31st DAY OF December, 1996.



Rebecca McDowell Cook
Secretary of State

\$30.00

ARTICLES OF MERGER

DEC 31 1996

Pursuant to the provisions of the General and Business Corporation Laws of Missouri, the undersigned corporations certify the following:

Rebecca McDowell Cook
 SECRETARY OF STATE

1. That Service Today, Inc. ("Service Today") is a Missouri corporation.
2. That ServiceOne, Inc. ("ServiceOne") is a Delaware corporation.
3. That Service Today, prior to the merger, had 10 shares of capital stock outstanding.
4. That ServiceOne, prior to the merger, had 10 shares of capital stock outstanding.
5. That Service Today and ServiceOne are hereby merged, with Service Today as the merger's surviving corporation, in accordance with the terms and conditions of the Agreement and Plan of Merger, dated December 27, 1996, attached hereto as Exhibit A and incorporated by references herein (the "Merger Agreement").
6. That the board of directors of Service Today approved the Merger Agreement pursuant to a unanimous written consent action dated December 27, 1996.
7. That the board of directors of ServiceOne approved the Merger Agreement pursuant to a unanimous written consent action dated December 27, 1996.
8. That the sole shareholder of Service Today approved the Merger Agreement pursuant to a written consent action dated December 27, 1996.
9. That the sole stockholder of ServiceOne approved the Merger Agreement pursuant to a written consent action dated December 27, 1996.

IN WITNESS WHEREOF, these Articles of Merger have been executed in duplicate by the aforementioned corporations as of the day and year hereafter acknowledged.

[Seal]

SERVICE TODAY, INC.

Philip A. Stepp

 Philip A. Stepp
 President

ATTEST:

Nancy J. Schulte
 Nancy J. Schulte
 Secretary

KCL-223631.1

TRADEMARK
 REEL: 002029 FRAME: 0023

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER is made and entered into as of December 27th, 1996, by and between Service Today, Inc., a Missouri corporation ("Service Today"), and ServiceOne, Inc., a Delaware corporation ("ServiceOne").

RECITALS

- A. Service Today is a corporation duly organized under the laws of the state of Missouri.
- B. ServiceOne is a corporation duly organized under the laws of the state of Delaware.
- C. Service Today and ServiceOne (together, the "Constituent Corporations") are (in the case of Service Today, indirectly, and in the case of ServiceOne, directly) wholly owned subsidiaries of UtiliCorp United Inc., a Delaware corporation ("UtiliCorp").
- D. Service Today has authority to issue shares of one class of stock, namely 30,000 shares of common stock, par value \$1.00 per share (the "Service Today Common Stock").
- E. ServiceOne has authority to issue shares of one class of stock, namely 20,000 shares of common stock, par value \$1.00 per share (the "ServiceOne Common Stock").
- F. The boards of directors of the Constituent Corporations deem it desirable that, upon the terms and subject to the conditions hereof, ServiceOne merge with and into Service Today, with Service Today as the merger's surviving corporation.

AGREEMENT

In consideration of the mutual promises made herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Constituent Corporations agree as follows:

1. Merger. On the Effective Date (as defined in Section 2 below), ServiceOne shall be merged with and into Service Today, with Service Today as the merger's surviving corporation.
2. Effective Date. The merger shall become effective on (a) December 31, 1996, or (b) if later, the earliest date on which all the requirements under the applicable laws of the states of Delaware and Missouri for the merger's effectiveness have been met (the "Effective Date").
3. Conversion of Stock. The manner and basis of converting or exchanging the issued stock of the Constituent Corporations into different stock or other consideration and the treatment

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of any issued stock of the Constituent Corporations not to be so converted or exchanged on the Effective Date shall be as follows:

(a) Each share of Service Today Common Stock which is issued and outstanding on the Effective Date shall remain issued and outstanding as one share of Service Today Common Stock;

(b) Each share of ServiceOne Common Stock, if any, which remains unissued on the Effective Date shall be canceled;

(c) All shares of ServiceOne Common Stock which are issued and outstanding on the Effective Date shall be exchanged by Service Today for \$1.00.

(d) On the Effective Date, UtiliCorp shall surrender to Service Today all certificates representing its shares of ServiceOne Common Stock and shall thereupon be entitled to receive in exchange therefor \$1.00.

4. Submission to Stockholders; Filing. This Agreement shall be submitted to the stockholders of the constituent corporations required to vote hereon by the applicable laws of the states of Delaware and Missouri. If this Agreement is duly adopted by the requisite votes of such shareholders and is not terminated as permitted by Section 7, (a) a certificate of merger, prepared and executed in accordance with the applicable laws of the state of Delaware, shall be filed with the Delaware Secretary of State, and (b) Articles of Merger, prepared and executed in accordance with the applicable laws of the State of Missouri, shall be filed with the Missouri Secretary of State.

5. Certificate of Incorporation. The certificate of incorporation and bylaws of Service Today, the merger's surviving corporation, shall not be changed as a result of or in connection with the merger.

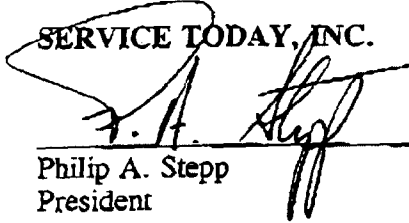
6. Assets, Liabilities, and Rights. As of the Effective Date, the assets and liabilities of ServiceOne shall be taken up on the books of Service Today at the amount at which they shall at that time be carried on the books of ServiceOne, subject to such adjustments, if any, as may be necessary to conform to Service Today's accounting procedures. In addition, all of the rights, privileges, immunities, and franchises of ServiceOne and all property (real, personal, and mixed) and debts due to ServiceOne shall be vested, for all purposes and in all respects, in Service Today.

7. Amendment and Termination. To the extent permitted by applicable laws of the states of Delaware and Missouri and notwithstanding the prior approval of this Agreement by UtiliCorp, at any time prior to the Effective Date this Agreement may be (a) amended by an agreement in writing between the boards of directors of Service Today and ServiceOne or (b) terminated by the board of directors of either Service Today or ServiceOne.

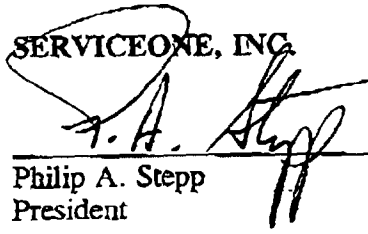
8. Service of Process. Service Today agrees that it may be served with process in the state of Delaware in any suit or proceeding for the enforcement of (a) any obligation of ServiceOne and (b) any obligation of Service Today arising from the merger. Accordingly, Service Today hereby irrevocably appoints the Delaware Secretary of State as its agent to accept service of process in any such suit or proceeding and hereby authorizes the Delaware Secretary of State to send forthwith by registered mail copies of such process addressed to Service Today at its principal place of business unless Service Today shall hereafter designate in writing to the Delaware Secretary of State a different address for such process.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed as of the day and year first above written.

SERVICE TODAY, INC.


Philip A. Stepp
President


SERVICEONE, INC.


Philip A. Stepp
President

**CERTIFICATE OF THE SECRETARY
OF
SERVICEONE, INC.**

The undersigned, being the secretary of ServiceOne, Inc. ("ServiceOne"), hereby certifies that the Agreement and Plan of Merger to which this certificate is attached, after having been first duly signed on behalf of ServiceOne by its president, was duly approved and adopted by a written consent action of ServiceOne's sole stockholder, UtiliCorp United Inc., dated December 27, 1996.

IN WITNESS WHEREOF, the undersigned has signed this certificate as of December 27, 1996.

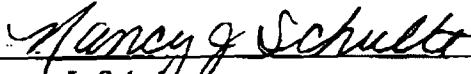


Nancy J. Schulte

**CERTIFICATE OF THE SECRETARY
OF
SERVICE TODAY, INC.**

The undersigned, being the secretary of Service Today, Inc. ("Service Today"), hereby certifies that the Agreement and Plan of Merger to which this certificate is attached, after having been first duly signed on behalf of Service Today by its president, was duly approved and adopted by a written consent action of Service Today's sole stockholder, UtiliCorp Energy Solutions, Inc., dated December 27, 1996.

IN WITNESS WHEREOF, the undersigned has signed this certificate as of December 27, 1996.



Nancy J. Schulte