

RECORDED

09-10-1999

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To the Honorable Commissioner of Patents and Trademarks

1. Name of conveying party(ies):

A. Lawer Corporation

MRO 9-8-99

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

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

3. Nature of conveyance:

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

Execution Date: August 19, 1999

2. Name and address of receiving party(ies)

Name: Greensteel, Inc.

Internal Address:

Street Address: 180 North Sherman Ave.

City: Corona State: CA ZIP: 91720

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

If assignee is not domiciled in the United States, a domestic representative designator is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,103,359

Additional numbers attached? Yes No

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

Name: Laura Konrath

Internal Address: Winston & Strawn

33rd Floor

Street Address: 35 West Wacker Drive

City: Chicago State: IL ZIP: 60601

09/09/1999 DNGUYEN 00000261 2103359

01 FC:481

40.00 DP

DO NOT USE THIS SPACE

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

N/A

(Attach duplicate copy of this page if paying by deposit account)

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.

Laura Konrath

Name of Person Signing

Laura Konrath
Signature

8/31/99
Date

Total number of pages including cover sheet, attachments, and document:

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments

TRADEMARK
REEL: 002041 FRAME: 0493

State of Delaware
Office of the Secretary of State

PAGE 1

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:

"A. LAWYER CORPORATION", A CALIFORNIA CORPORATION, WITH AND INTO "GREENSTEEL, INC." UNDER THE NAME OF "GREENSTEEL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINETEENTH DAY OF AUGUST, A.D. 1999, AT 9 O'CLOCK A.M.

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



2578830 8100M

991347717

A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 9931201

DATE: 08-19-99

TRADEMARK
REEL: 002041 FRAME: 0494

CERTIFICATE OF MERGER

OF

A. LAWER CORPORATION
(A California Corporation)

INTO

GREENSTEEL, INC.
(A Delaware Corporation)

Greensteel, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"),

DOES HEREBY CERTIFY:

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

<u>Name</u>	<u>State of Incorporation</u>
A. Lawer Corporation	California
Greensteel, Inc.	Delaware

SECOND: That an Agreement and Plan of Merger between the parties to the merger dated as of August 19, 1999 (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in the merger in accordance with the requirements of Section 252 of the Delaware General Corporation Law.

THIRD: That the name of the surviving corporation in the merger is Greensteel, Inc.

FOURTH: That at the effective time of the merger, the Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

FIFTH: That the executed Merger Agreement is on file at the principal place of business of the surviving corporation in the merger at 29 Laing Avenue, Dixonville, Pennsylvania 15734.

SIXTH: That a copy of the Merger Agreement will be furnished by the surviving corporation in the merger, on request and without cost, to any stockholder of either constituent corporation in the merger.

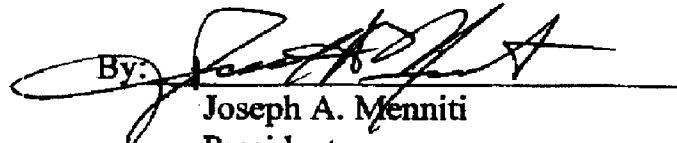
SEVENTH: That the authorized capital stock of the foreign corporation which is a party to the merger is as follows:

<u>Corporation</u>	<u>Class</u>	<u>Number of Shares</u>	<u>Par Value per Share</u>
A. Lawer Corporation	Common	1,000	No par

EIGHTH: That this Certificate of Merger shall be effective upon filing.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by Joseph A. Menniti, its President, and attested by Gary L. Edwards, its Chief Financial Officer, Treasurer and Secretary, this 19 day of August 1999.

GREENSTEEL, INC.

By: 
Joseph A. Menniti
President

Attest:

Gary L. Edwards
Chief Financial Officer, Treasurer
and Secretary

SEVENTH: That the authorized capital stock of the foreign corporation which is a party to the merger is as follows:

<u>Corporation</u>	<u>Class</u>	<u>Number of Shares</u>	<u>Par Value per Share</u>
A. Lawer Corporation	Common	1,000	No par

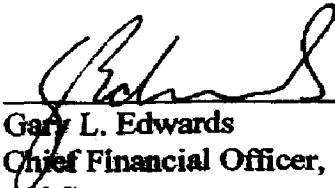
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GREENSTEEL, INC.

By: _____
Joseph A. Menniti
President

Attest:



Gary L. Edwards
Chief Financial Officer, Treasurer
and Secretary