

06-22-2000



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

Conveying Party

Mark if additional names of conveying parties attached

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization

US PATENT & TRADEMARK OFFICE
RECEIVED
06 22 P 48
FEE PRODUSS.
Execution Date
Month Day Year
06 30 1996

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)

- 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

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FOR OFFICE USE ONLY

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40.00 DP

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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: 002090 FRAME: 0812

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="1,893,385"/>	<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.

Daniel T. Earle

Name of Person Signing

Signature

Date Signed

CERTIFICATE OF MERGER

OF

M.G.A., INC., AN ALABAMA CORPORATION

WITH AND INTO

M.G.A., INC., A DELAWARE CORPORATION

Pursuant to Section 252 of the General Corporation
Law of the State of Delaware

M.G.A., Inc., a Delaware corporation, hereby certifies to the following information relating to the merger (the "Merger") of M.G.A., Inc., an Alabama corporation, with and into M.G.A., Inc., a Delaware corporation.

FIRST: The name and state of incorporation of each of the constituent corporations is:

<u>Name</u>	<u>State</u>
M.G.A., Inc.	Alabama
M.G.A., Inc.	Delaware

SECOND: A Plan of Merger (the "Plan") dated as of September 20, 1996 has been approved, adopted, certified, executed and acknowledged by each constituent corporation in accordance with the provisions of Section 252(c) of the General Corporation Law of Delaware and Section 10-2B-11.03 of the Alabama Business Corporation Act.

THIRD: The name of the surviving corporation is M.G.A., Inc., a Delaware corporation.

FOURTH: The Certificate of Incorporation of M.G.A., Inc., a Delaware corporation, shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: An executed copy of the Plan is on file at the principal place of business of M.G.A., Inc., 739 West Main Street, Dothan, Alabama 36301. A copy of the Plan will be furnished by M.G.A., Inc., on request and without cost, to any stockholder of either constituent corporation.

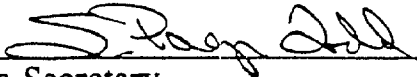
SIXTH: The effective date of the merger shall be September 30, 1996.

SEVENTH: The authorized capital stock of the foreign corporation which is a party to the merger is 1,000 shares of common stock with a par value of \$1.00 per share.

IN WITNESS WHEREOF, M.G.A., Inc., a Delaware corporation, has caused this Certificate of Merger to be executed in its corporate name this 20th day of September, 1996.

ATTEST:

M.G.A., INC., a Delaware corporation



Its Secretary

By: 

H. Harrison Parrish, President

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:

"M.G.A., INC.", A ALABAMA CORPORATION, WITH AND INTO "M.G.A., INC." UNDER THE NAME OF "M.G.A., INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF SEPTEMBER, A.D. 1996, AT 10 O'CLOCK A.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 8114984

960274682

DATE: 09-23-96

RECORDED: 05/22/2000

TRADEMARK REEL: 002090 FRAME: 0816