

11-29-2000

ON FORM COVER SHEET

Docket No.:

MARKS ONLY

TPP72051



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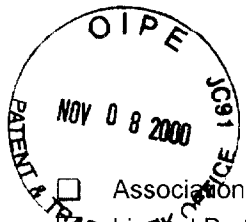
To the Honorat

101531058

marks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Sheidow Bronze Corporation



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

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

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

Execution Date: June 1, 2000

2. Name and address of receiving party(ies):

Name: YORK BRONZE COMPANY

Internal Address: Suite 200

Street Address: 8554 Katy Freeway

City: Houston State: TX ZIP: 77024

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

Handwritten: 11/8/00

Additional numbers

B. Trademark Registration No.(s)

1,155,274

Yes No

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

Name: Anthony P. Venturino, Esq.

Internal Address: STEVENS, DAVIS, MILLER & MOSHER, L.L.P.

Street Address: 1615 L Street N.W., Suite 850

City: Washington State: DC ZIP: 20036

6. Total number of applications and registrations involved:

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 19-4375
THIS INFORMATION IS FOR THE USE OF THE PATENT AND TRADEMARK OFFICE. THE PATENT AND TRADEMARK OFFICE DOES NOT GUARANTEE THE ACCURACY OF THE INFORMATION PROVIDED HEREIN. PLEASE CONTACT THE PATENT AND TRADEMARK OFFICE AT (800) 451-5293 FOR MORE INFORMATION.

DO NOT USE THIS SPACE

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.

Anthony P. Venturino

Name of Person Signing

Signature

November 8, 2000

Date

Total number of pages including cover sheet, attachments, and

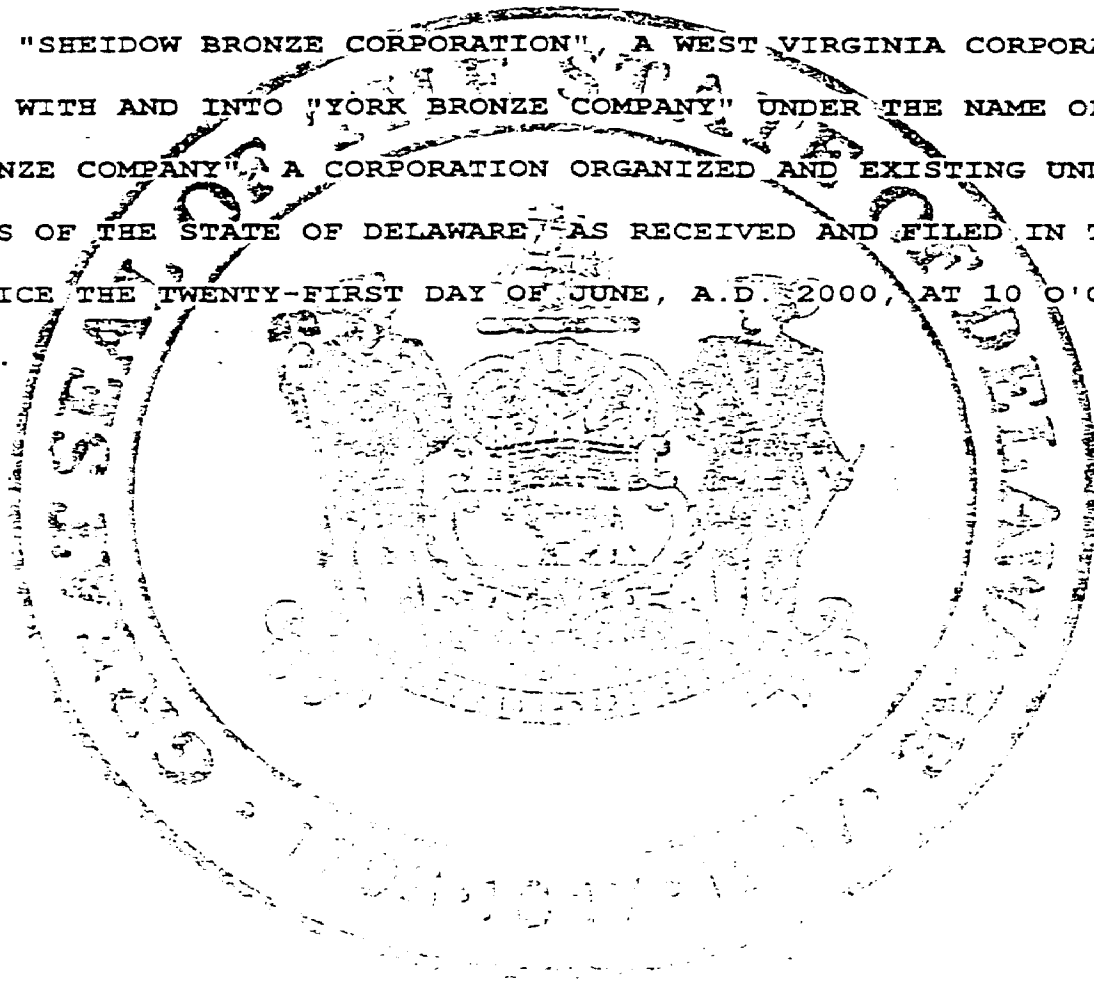
TRADEMARK

State of Delaware
Office of the Secretary of State

PAGE JUL 12 2000
IN THE OFFICE OF
SECRETARY OF STATE
WEST VIRGINIA

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:

"SHEIDOW BRONZE CORPORATION", A WEST VIRGINIA CORPORATION, WITH AND INTO "YORK BRONZE COMPANY" UNDER THE NAME OF "YORK BRONZE COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIRST DAY OF JUNE, A.D. 2000, AT 10 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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0542472

AUTHENTICATION:

DATE:

07-06-00

CERTIFICATE OF MERGER
OF
SHEIDOW BRONZE CORPORATION,
(a West Virginia corporation)
INTO
YORK BRONZE COMPANY,
(a Delaware corporation)

It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:
 - (i) Sheidow Bronze Corporation, which is incorporated under the laws of the State of West Virginia; and
 - (ii) York Bronze Company, which is incorporated under the laws of the State of Delaware.
2. A Plan of Merger has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware, to wit, by Sheidow Bronze Corporation in accordance with the laws of the State of its incorporation and by York Bronze Company in the same manner as is provided in Section 251 of the General Corporation Law of the State of Delaware.
3. The name of the surviving corporation in the merger herein certified is York Bronze Company, which will continue its existence as said surviving corporation under its present name upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.
4. The Certificate of Incorporation of York Bronze Company, as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the General Corporation Law of the State of Delaware.
5. A copy of the Plan of Merger between the aforesaid constituent corporations is on file at an office of the aforesaid surviving corporation, the address of which is as follows: 8554 Katy Freeway, Suite 200, Houston, TX 77024.
6. A copy of the aforesaid Plan of Merger will be furnished by the aforesaid surviving corporation, on request, and without cost, to any stockholder of each of the aforesaid constituent corporations.

7. The authorized capital stock of Sheidow Bronze Corporation consists of 5,000 shares of a par value of \$1.00 each.

Dated: June 1, 2000.

SHEIDOW BRONZE CORPORATION

By: G. Bruce Broussard
G. Bruce Broussard, Vice President

Dated: June 1, 2000.

YORK BRONZE COMPANY

By: G. Bruce Broussard
G. Bruce Broussard, Vice President

HOLSTON 015077-00000 459944v1

RECORDED: 11/08/2000

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