

01-23-2001

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



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

101590363

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**RECORDATION FORM COVER SHEET
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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
04 08 1996

Conveying Party

Mark if additional names of conveying parties attached
Execution Date
Month Day Year

Name

Formerly

75823118

- 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/AKATA

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

01/22/2001 AAHMED1 00000024 75823118

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 25.00 OP

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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

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REEL: 002217 FRAME: 0396

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

(612) 334-8676

Name

Andrea M. Bond, Esq.

Address (line 1)

Briggs and Morgan, P.A.

Address (line 2)

2400 IDS Center

Address (line 3)

80 South 8th Street

Address (line 4)

Minneapolis, MN 55402

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

10

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)

75823118

1998524

Number of Properties

Enter the total number of properties involved.

#

2

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

65.00

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:

#

02-3732

Authorization to charge additional fees:

Yes

No

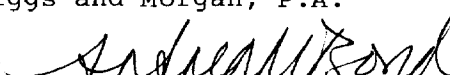
Statement and Signature

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.

Briggs and Morgan, P.A.

Andrea M. Bond, Attorney

By:



12/24/00

Name of Person Signing

Signature

Date Signed

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 ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "CFS AMERICAS, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE THIRTIETH DAY OF JUNE, A.D. 1993, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "COMMERCIAL INVENTORY SERVICES (AMERICAS), INC." TO "CFS AMERICAS, INC.", FILED THE EIGHTH DAY OF APRIL, A.D. 1996, AT 9 O'CLOCK A.M.

CERTIFICATE OF RENEWAL, FILED THE THIRTIETH DAY OF MAY, A.D. 1997, AT 10 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "CFS AMERICAS, INC." TO "CFS LEASETEK, INC.", FILED THE FOURTEENTH DAY OF JULY, A.D. 1998, AT 4:30 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "CFS LEASETEK, INC." TO "CFS AMERICAS, INC.", FILED THE EIGHTEENTH DAY OF OCTOBER, A.D. 1999, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE



2342190 8100H

001510897

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

Edward J. Freel, Secretary of State

AUTHENTICATION: 0726483

DATE: 10-11-00

TRADEMARK
REEL: 002217 FRAME: 0398

State of Delaware
Office of the Secretary of State

PAGE 2

AFORESAID CORPORATION.



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

Edward J. Freel, Secretary of State

2342190 8100H

001510897

AUTHENTICATION: 0726483

DATE: 10/11/00

TRADEMARK
REEL: 002217 FRAME: 0399

CERTIFICATE OF INCORPORATION

OF

COMMERCIAL INVENTORY SERVICES (AMERICAS), INC.

1. The name of the corporation is Commercial Inventory Services (Americas), Inc. (the "Corporation").

2. The registered office of the Corporation in the State of Delaware is to be located at 1013 Centre Road, in the City of Wilmington, in the County of New Castle. The registered agent at this address is Corporation Service Company.

3. The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

4. The total number of shares of stock which the Corporation shall have the authority to issue is 100,000 shares of Common Stock without par value.

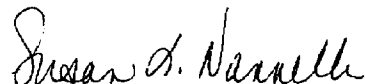
5. The name and mailing address of the incorporator is Susan L. Nannelli, Cohen, Shapiro, Polisher, Shiekman and Cohen, 12 South 12th Street, Philadelphia, Pennsylvania 19107.

6. The Corporation shall have perpetual existence.

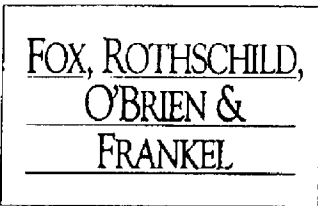
7. A director of the Corporation shall not be personally liable to the Corporation or to its stockholders for monetary damages for breach of fiduciary duty as a director except (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) under Section 174 of the General Corporation Law of the State of Delaware; or (iv) for any transaction from which the director derived an improper personal benefit. No amendment to or repeal of this Section 7 shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment.

8. The directors of the Corporation shall have the power to make and to alter or amend the By-Laws.

IN WITNESS WHEREOF, the undersigned, being the incorporator hereinbefore named, has executed, signed and acknowledged this Certificate of Incorporation this 29th day of June, 1993.



Susan L. Nannelli, Incorporator



ATTORNEYS AT LAW

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MAGDALENA SCHARDT+
ROBERT S. TINTNER+
RICHARD E. WEGRYN, JR.+

*ALSO ADMITTED TO PRACTICE IN NJ
*ADMITTED TO PRACTICE IN NJ ONLY

April 4, 1996

Secretary of State
Division of Corporations
PO Box 898
Dover, DE 19903

23421-90

Re: Commercial Inventory Services (Americas), Inc.

Dear Sir/Madam:

In connection with the change of name of the above-captioned Delaware corporation, I am enclosing:

1. An original and copy of Certificate of Amendment.
2. Check in the amount of \$100 for the filing fee.

Please forward the copy of the filed Certificate of Amendment to me in the enclosed self-addressed and prepaid envelope. Thank you for your assistance.

Very truly yours,

Frank E. Dietrick, Jr.
Legal Assistant

/FED

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
95 APR - 8 AM 9:51

CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION
OF
COMMERCIAL INVENTORY SERVICES (AMERICAS), INC.

Commercial Inventory Services (Americas), Inc., a corporation organized and existing under and by virtue of the Delaware General Corporation Law, DOES HEREBY CERTIFY:

1. That the Board of Directors of the Corporation, by Unanimous Consent in Writing pursuant to the authority vested in it by Section 141(f) of the Delaware General Corporation Law (the "DGCL"), adopted Resolutions proposing and declaring advisable the following amendment to the Certificate of Incorporation of said Corporation:

RESOLVED, that this Corporation's Certificate of Incorporation is hereby amended by changing Article FIRST thereof to read in its entirety as follows:

FIRST: The name of the Corporation is
CFS Americas, Inc.

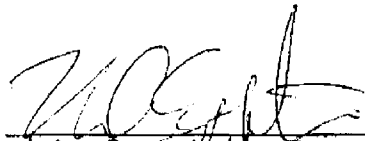
2. That in lieu of a meeting and vote of stockholders, the sole stockholder has given written consent to the foregoing Amendment in accordance with the provisions of Section 228 of the DGCL.

3. That the foregoing Amendment was duly adopted in accordance with the applicable provisions of Section 242 of the DGCL.

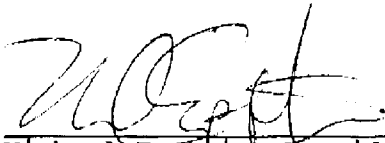
IN WITNESS WHEREOF, said Commercial Inventory Services (Americas), Inc. has caused this Certificate of Amendment to be executed by its duly authorized officers this 31 day of March, 1996.

ATTEST:

COMMERCIAL INVENTORY SERVICES
(AMERICAS), INC.



Michael Epstein, Secretary

By: 

Michael Epstein, President

CERTIFICATE

FOR RENEWAL AND REVIVAL OF CERTIFICATE OF INCORPORATION

CFS Americas, Inc., a corporation organized under the laws of Delaware, the Certificate of Incorporation of which was filed in the office of the Secretary of State on the 30th day of June, 1993 and thereafter voided for non-payment of taxes, now desiring to procure a revival of its Certificate of Incorporation, hereby certifies as follows:

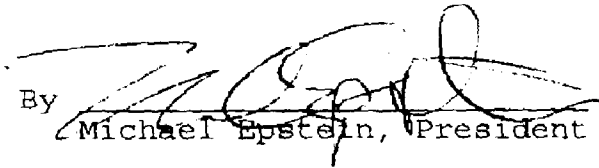
1. The name of the corporation is CFS Americas, Inc.
2. Its registered office in the State of Delaware is located at 1013 Centre Road, City of Wilmington, County of New Castle and the name of its registered agent at such address is Corporation Service Company.
3. The date when revival of the Certificate of Incorporation of this corporation is to commence is the 28th day of February, 1997, same being prior to the date the Certificate of Incorporation became void. Revival of the Certificate of Incorporation is to be perpetual.
4. This corporation was duly organized under the laws of Delaware and carried on the business authorized by its Certificate of Incorporation until the 1st day of March, 1997, at which time its Certificate of Incorporation became inoperative and void for non-payment of taxes and this Certificate for

Renewal and Revival is filed by authority of the duly elected directors of the corporation with the laws of Delaware.

IN WITNESS WHEREOF, said CFS Americas, Inc. in compliance with Section 312 of Title 8 of the Delaware Code has caused this Certificate to be signed by Michael Epstein its last and acting President, this 22 day of May, 1997.

CFS Americas, Inc.

By

A handwritten signature in black ink, appearing to read "Michael Epstein", is written over a horizontal line. The signature is stylized and somewhat cursive.

Michael Epstein, President

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
CFS AMERICAS, INC.

Adopted in accordance with the provisions
of Section 242 of the General Corporation
Law of the State of Delaware

The undersigned, being the Chairman of CFS Americas, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "GCL"), does hereby certify:

1. That the Certificate of Incorporation of the Corporation is hereby amended by changing Article 1 thereof so that, as amended, said Article 1 shall read in its entirety as follows:

"1. The name of the corporation is CFS LeaseTek, Inc."

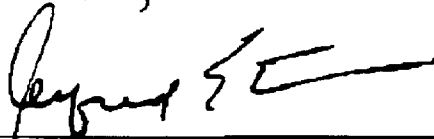
2. That the foregoing amendment of the Certificate of Incorporation of the Corporation has been duly adopted in accordance with Section 242 of the GCL.

3. That the Board of Directors of the Corporation duly adopted resolutions setting forth the foregoing amendment, declaring said amendment to be advisable and referring such amendment to the sole stockholder of the Corporation for consideration thereof.

4. That the foregoing amendment has been duly approved and adopted in accordance with the provisions of the GCL by the written consent of the sole stockholder of the Corporation on July 14, 1998 in accordance with the provisions of Section 228 of the GCL.

IN WITNESS WHEREOF, the undersigned has caused this Certificate to be signed this 14th day of July, 1998.

CFS AMERICAS, INC.


By: 
Name: Alfred Stein
Its: Chairman

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
CFS LEASETEK, INC.**

It is hereby certified that:

1. The name of the corporation (hereinafter called the "corporation") is CFS LeaseTek, Inc.
2. The certificate of incorporation of the corporation is hereby amended by striking out Article FIRST thereof and by substituting in lieu of said Article the following new Article FIRST:
"The name of the corporation (hereinafter called the "corporation") is CFS Americas, Inc."
3. The amendment of the certificate of incorporation herein certified has been duly adopted in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

Signed on October 15, 1999.



Alfred Stein, Chairman