

01-24-2001

FACSIMILE OF FORM PTO-1018A

RECORDATION I

DEPARTMENT OF COMMERCE
UNITED STATES PATENT AND TRADEMARK OFFICE

1-12-01

TRADE



101592130

To the Honorable Commissioner of Patents and Trademark

ment(s) or cop(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment
- Security Agreement
- Merger
- Change of Name
- Other
- License
- Nunc Pro Tunc Assignment
Effective Date _____

Conveying Party

Name: Southdown Medusa Inc.

Mark if additional names of conveying parties attached
Execution Date: January 1, 1999

Formerly _____

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____
- Citizenship/State of Incorporation/Organization Ohio

Receiving Party

Name: Southdown, Inc.

Mark if additional names of receiving parties attached

Address (line 1) 1200 Smith Street, Suite 204

Address (line 2) Houston

Tx

77002

City

State/Country

Zip Code

- Individual
 - General Partnership
 - Limited Partnership
 - Corporation
 - Association
 - Other _____
 - Citizenship/State of Incorporation/Organization Louisiana
- If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of domestic representative should be attached. (Designation must be a separate document from Assignment)

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name _____

Address (line 1) _____

Correspondent Name and Address

Area Code and Telephone Number (713) 221-1529

Name: Mark A. Tidwell

Address (line 1) Bracewell & Patterson, L.L.P.

Address (line 2) 711 Louisiana, Suite 2900, Houston, TX 77002

Pages Enter the total number of pages of the attached conveyance document including any attachments 9

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Either enter the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers)
Trademark Application Number (s)

Registration Number(s)
2,236,158; 2,176,122; 2,158,300; 2,096,321; 1,846,748
762,166; 337,905; 328,114; 288,535; 44,957

Number of Properties Enter the total number of properties involved. 10

Fee Amount for Properties Listed (37 CFR 3.41): \$265.00

Fee Amount

Method of Payment: Enclosed Deposit Account Authorization to charge additional fees: Yes No
Deposit Account Number-enter for payment by deposit account or if additional fees can be charged to the account 50-0259

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.

MARK TIDWELL

1/10/01

Name of Person Signing

Signature

Date Signed

01/23/2001 DBYRNE 00000278 2236158

01 FC:481
02 FC:482

40.00 DP
225.00 DP

TIDWMA\078410\008216
HOUSTON
1/9/01--5:27 PM

TRADEMARK
REEL: 002218 FRAME: 0429

	DATE	TRANSACTION NO.	TRANSACTION DESCRIPTION
1.	1/8/1999	199900501309	Merged Out of Existence (MEX)

Mail To:
 THE UNITED STATES CORPORATION
 16 E BROAD ST STE 610
 COLUMBUS, OH 43215-0000

-----cut along dotted line-----



The State of Ohio
 ❁ *Certificate* ❁
 Secretary of State - *Bob Taft*

39958

It is hereby certified that the Secretary of State of Ohio has custody of the business records for SOUTHDOWN MEDUSA, INC. and that said business records show the recording of:

MERGED OUT OF EXISTENCE

United States of America
 State of Ohio
 Office of the Secretary of State

Witness my hand and the seal of the Secretary
 of State at Columbus, Ohio, This 1st day of
 January, A.D. 1999



Bob Taft
 Bob Taft
 Secretary of State



Prescribed by
Bob Taft, Secretary of State
30 East Broad Street, 14th Floor
Columbus, Ohio 43266-0418
Form MER (July 1994)

Approved _____
Date _____
Fee _____

CERTIFICATE OF MERGER

In accordance with the requirements of Ohio law, the undersigned corporations, limited liability companies and/or limited partnerships, desiring to effect a merger, set forth the following facts:

I. SURVIVING ENTITY

A. The name of the entity surviving the merger is:

Southdown, Inc.

(If the surviving entity is an Ohio limited partnership or qualified foreign limited partnership, its registration number must be provided)

B. Name change: As a result of this merger, the name of the surviving entity has been changed to the following: _____

(Complete only if the name of surviving entity is changing through the merger)

C. The surviving entity is a: *(Please check the appropriate box and fill in the appropriate blanks)*

Domestic (Ohio) corporation

Foreign (Non-Ohio) corporation incorporated under the laws of the state/ country of Louisiana and licensed to transact business in the state of Ohio.

Foreign (Non-Ohio) corporation incorporated under the laws of the state/country of _____, and NOT licensed to transact business in the state of Ohio.

Domestic (Ohio) limited liability company

Foreign (Non-Ohio) limited liability company organized under the laws of the state/country of _____, and registered to do business in the state of Ohio.

Foreign (Non-Ohio) limited liability company organized under the laws of the state/country of _____, and NOT registered to do business in the state of Ohio.

Domestic (Ohio) limited partnership, registration number _____

RECEIVED
DEC 30 1998
BOB TAFT
SECRETARY OF STATE

- [] Foreign (Non-Ohio) limited partnership organized under the laws of the state/country of _____, and registered to do business in the state of Ohio, under registration number _____
- [] Foreign (Non-Ohio) limited partnership organized under the laws of the state/country of _____, and NOT registered to do business in the state of Ohio.

II. Merging Entities

The name, type of entity, and state/country of incorporation or organization, respectively, of each entity, other than the survivor, which is a party to the merger are as follows: (If insufficient space to cover this item, please attach a separate sheet listing the merging entities. Ohio registered or foreign qualified limited partnerships must include registration number)

Name	State/ Country of Organization	Type of Entity
Southdown Medusa, Inc.	Ohio	corporation
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

III. Merger Agreement on File

The name and mailing address of the person or entity from whom/which eligible persons may obtain a copy of the agreement of merger upon written request:

Name	Address
Southdown, Inc.	1200 Smith Street Suite 2400
	(street and number) Houston Texas
	(city, village or township) (state) (zip code)

IV. Effective Date of Merger

This merger is to be effective:

On 1-1-99 at 12:01 a.m. (if a date is specified, the date must be a date on or after the date of filing; the effective date of the merger cannot be earlier than the date of filing; if no date is specified, the date of filing will be the effective date of the merger).

V. Merger Authorized

The laws of the state or country under which each constituent entity exists, permits this merger.

This merger was adopted, approved and authorized by each of the constituent entities in compliance with the laws of the state under which it is organized, and the persons signing this certificate on behalf of each of the constituent entities are duly authorized to do so .

VI. Statutory Agent

The name and address of the surviving entity's statutory agent upon whom any process, notice or demand may be served is:

Name	Address
<hr/>	
	<small>(complete street address)</small>
	<hr/>
	<small>(city, village or township) (zip code)</small>

(This item MUST be completed if the surviving entity is a foreign entity which is not licensed, registered or otherwise authorized to conduct or transact business in the State of Ohio)

Acceptance of Agent

The undersigned, named herein as the statutory agent for the above referenced surviving entity, hereby acknowledges and accepts the appointment of statutory agent for said entity.

Signature of Agent

(The acceptance of agent must be completed by domestic surviving entities if through this merger the statutory agent for the surviving entity has changed, or the named agent differs in any way from the name reflected on the Secretary of State's records.)

VII. Statement of Merger

Upon filing, or upon such later date as specified herein, the merging entity/entities listed herein shall merge into the listed surviving entity.

VIII. Amendments

The articles of incorporation, articles of organization or certificate of limited partnership (strike the inapplicable terms) of the surviving domestic entity herein, are amended as set forth in the attached "Exhibit A".

(Please note that any amendments to articles of incorporation, articles of organization or to a certificate of limited partnership MUST be attached if the surviving entity is a DOMESTIC corporation, limited liability company, or limited partnership.)

The undersigned constituent entities have caused this certificate of merger to be signed by its duly authorized officers, partners and representatives on the date(s) stated below.

Southdown Medusa, Inc.
exact name of entity
By: Allen B. Korobkov
Its: VICE PRESIDENT
Date: 12/29/98

Southdown, Inc.
exact name of entity
By: Allen B. Korobkov
Its: VICE PRESIDENT
Date: 12/29/98

exact name of entity
By: _____
Its: _____
Date: _____

exact name of entity
By: _____
Its: _____
Date: _____

exact name of entity
By: _____
Its: _____
Date: _____

exact name of entity
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Date: _____

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Date: _____

exact name of entity
By: _____
Its: _____
Date: _____

exact name of entity
By: _____
Its: _____
Date: _____

exact name of entity
By: _____
Its: _____
Date: _____



(Please note that the chairman of the board, the president, vice president, secretary or an assistant secretary must sign on behalf of each constituent corporation, and at least one general partner must sign on behalf of each constituent limited partnership; if insufficient space for signature, a separate sheet should be attached containing such signatures)

DATE	DOCUMENT NO	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
1. 1/7/1999	199900501309	MER MERGER/DOMESTIC	50.00	0.00	0.00	0.00	0.00
TOTAL			50.00	0.00	0.00	0.00	0.00

Return To:
THE UNITED STATES CORPORATION
16 E BROAD ST STE 610
COLUMBUS, OH 43215-0000

-----cut along the dotted line-----



The State of Ohio
 *Certificate* 

Secretary of State - Bob Taft

792824

It is hereby certified that the Secretary of State of Ohio has custody of the business records for SOUTHDOWN, INC. and that said business records show the filing and recording of:

Document(s)
 MERGER/DOMESTIC

Document No(s):
 199900501309

United States of America
 State of Ohio
 Office of the Secretary of State

Witness my hand and the seal of the Secretary
 of State at Columbus, Ohio, This 1st day of
 January, A.D. 1999



Bob Taft

Bob Taft
 Secretary of State