

01-26-2001



101593765

1/11/01

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

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- 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/AK/A/T/A

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

- Individual General Partnership Limited Partnership Association
- Corporation Association
- Other

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.)

Citizenship/State of Incorporation/Organization

01/25/2001 AAHMED1 00000069 1978567

40.00 OP
325.00 OP

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

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="1978567"/>	<input type="text" value="1963645"/>	<input type="text" value="1962637"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1978568"/>	<input type="text" value="1871579"/>	<input type="text" value="1928071"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1970225"/>	<input type="text" value="1963568"/>	<input type="text" value="1871578"/>

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.

DORIS K. SEWELL
Name of Person Signing

Doris K. Sewell
Signature

1/5/01
Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

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

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

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional 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)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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Registration Number(s)

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1928070	<input type="text"/>	<input type="text"/>
1872826	<input type="text"/>	<input type="text"/>
1872827	<input type="text"/>	<input type="text"/>
1970225	<input type="text"/>	<input type="text"/>
1963645	<input type="text"/>	<input type="text"/>
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State of Delaware
Office of the Secretary of State

PAGE 1

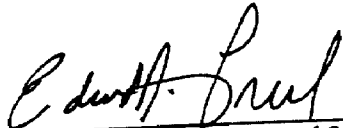
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"PRECISION STANDARD, INC.", A COLORADO CORPORATION,
WITH AND INTO "PEMCO AVIATION GROUP, INC." UNDER THE NAME OF "PEMCO AVIATION GROUP, 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 MAY, A.D. 2000, AT 1 O'CLOCK P.M.



3206673 8100M

001614009


Edward J. Freel, Secretary of State

AUTHENTICATION: 0873340

DATE: 12-22-00

TRADEMARK
REEL: 002220 FRAME: 0554

CERTIFICATE OF MERGER
OF
PRECISION STANDARD, INC.
WITH AND INTO
PEMCO AVIATION GROUP, INC.

(Under Section 252 of the General
Corporation Law of the State of Delaware)

Pemco Aviation Group, Inc., a Delaware corporation, hereby certifies that:

1. The name and state of incorporation of each of the constituent corporations is as follows:
 - (a) Precision Standard, Inc., a Colorado corporation ("Precision Standard"); and
 - (b) Pemco Aviation Group, Inc., a Delaware corporation ("Pemco").
2. The Agreement and Plan of Merger (the "Agreement and Plan of Merger"), dated as of April 20, 2000, among Precision Standard and Pemco has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 252 of the General Corporation Law of the State of Delaware.
3. The name of the surviving corporation is Pemco Aviation Group, Inc. (the "Surviving Corporation").
4. The Certificate of Incorporation of Pemco as in effect immediately prior to the merger shall be the Certificate of Incorporation of the Surviving Corporation.
5. The executed Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation at 1943 North 50th Street, Birmingham, Alabama 35212.
6. A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.
7. The authorized capital stock of Precision Standard is as follows: 310,000,000 shares of capital stock authorized, 300,000,000 of which were authorized as common stock, par value of \$0.0001 per share, and 10,000,000 of which were authorized as preferred stock, par value \$0.001 per share.

IN WITNESS WHEREOF, Pemco Aviation Group, Inc. has caused this certificate to be signed as of the 18th day of May, 2000.

Pemco Aviation Group, Inc.

By: Ronald A. Aramini

Name: Ronald A. Aramini
Office: President and Chief Executive Officer