

01-30-2001

FORM PTO-1618A

Expires 06/30/99
OMB 0651-0027



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

1.12.01

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

50953-053

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
12-31-2000

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
12-13-2000

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/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

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

01/29/2001 GT0M11 00000217 130206 2220356

FOR OFFICE USE ONLY

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

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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: 002225 FRAME: 0391

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="2,220,356"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,156,446"/>	<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.

John G. Bisbikis, Esq.

01/9/2001

Name of Person Signing

Signature

Date Signed



The State of Texas

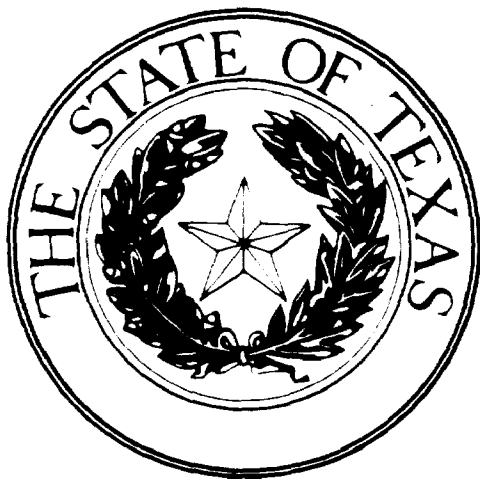
SECRETARY OF STATE

IT IS HEREBY CERTIFIED that the attached is a true and correct copy of the following described document on file in this office:

CHAIN LINK SERVICES, INCORPORATED
FILE NO. 1275653-00

ARTICLES OF MERGER

DECEMBER 22, 2000



IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on December 22, 2000.

Elton Bomer
Secretary of State

VT

TRADEMARK
REEL: 002225 FRAME: 0393

ARTICLES OF MERGER

MERGING

**CHAIN LINK SERVICES, INC.,
a Texas corporation**

**INTO
GERNSBACHER'S, INC.,
a Texas corporation**

FILED
In the Office of the
Secretary of State of Texas

DEC 22 2000

CORPORATIONS SECTION

Pursuant to the provisions of Article 5.16 of the Texas Business Corporation Act, the undersigned corporation adopts the following Articles of Merger.

1. The names and states of incorporation of the parent and subsidiary corporations are as follows:

<u>Name of Corporation</u>	<u>State of Incorporation</u>
Gernsbacher's, Inc., Parent	Texas
Chain Link Services, Inc., Subsidiary	Texas

2. The total number of outstanding shares of the subsidiary corporation, identified by class, series or group is as follows:

<u>Name of Corporation</u>	<u>Shares of Common Stock</u>	<u>Percentage</u>
Chain Link Services, Inc.	1000	100%

3. The total number of outstanding shares of the subsidiary corporation, identified by class, series or group, owned by the parent corporation is as follows:

<u>Name of Parent Corporation</u>	<u>Shares of Common Stock of Subsidiary owned by Parent</u>	<u>Percentage of Total Outstanding Shares of Subsidiary</u>
Gernsbacher's, Inc.	1000	100%

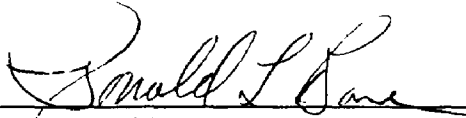
4. Gernsbacher's, Inc. shall be responsible for payment of all fees and franchise taxes owed by Chain Link Services, Inc. and will be obligated to pay all such fees and franchise taxes if the same are not timely paid.

5. The merger shall be effective at the close of business on December 31, 2000.

6. The Board of Directors of Gernsbacher's, Inc. has duly approved and adopted the merger of Chain Link Services, Inc. into Gernsbacher's, Inc. pursuant to the resolution of merger dated December 13, 2000 and attached hereto as Exhibit A.

Dated December 13, 2000

GERNSBACHER'S, INC.

By: 

Name: Ronald L. Bane

Title: Chief Executive Officer

**UNANIMOUS WRITTEN CONSENT
OF THE BOARD OF DIRECTORS OF
GERNSBACHER'S, INC.**

The undersigned, constituting all of the members of the Board of Directors of Gernsbacher's, Inc., a Texas corporation (the "Company"), pursuant to Article 9.10(A) of the Texas Business Corporation Act, hereby consent in writing to, and approve adoption of, the following resolutions, as if such resolutions were formally adopted at a special meeting of the Board of Directors of the Company, duly called and held for the purpose of acting upon proposals to adopt such resolutions:

WHEREAS, the Board of Directors of the Company has determined that it is in the best interests of the Company that Chain Link Services, Inc., a Texas corporation and wholly-owned subsidiary of the Company ("Chain Link"), be merged with and into the Company;

NOW THEREFORE, BE IT RESOLVED, that Chain Link be merged with and into the Company pursuant to the provisions of Article 5.16 of the Texas Business Corporation Act, with the Company remaining as the surviving entity.

FURTHER RESOLVED, that the Board of Directors does hereby approve the Articles of Merger in the form reviewed by the Board of Directors for the purpose of merging Chain Link into the Company;

FURTHER RESOLVED, that the officers of the Company are hereby authorized and directed to execute and file the Articles of Merger as prescribed by the laws of the State of Texas and to take such action within or without the States of Texas as may be necessary or proper to effect said merger; and

FURTHER RESOLVED, that the officers of the Company are hereby further authorized and directed to take any and all other actions and execute and deliver such additional documents and instruments as may be necessary or appropriate to effect the merger.

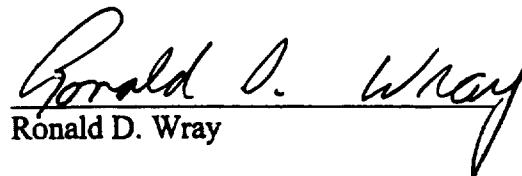
IN WITNESS WHEREOF, the undersigned have executed this written consent on this 19th day of December, 2000.

3

Ronald L. Bane



David S. Evans



Ronald D. Wray

IN WITNESS WHEREOF, the undersigned have executed this written consent on this 3rd day of December, 2000.



Ronald L. Bane

David S. Evans

Ronald D. Wray