

02-02-2001



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

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

101604371

2-2-01

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

Conveying Party

Mark if additional names of conveying parties attached

Name Carriage Industries, Inc.

Execution Date
Month Day Year
12282000

Formerly _____

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

Receiving Party

Mark if additional names of receiving parties attached

Name Bretlin, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 380 South Industrial Boulevard, SW

Address (line 2) _____

Address (line 3) Calhoun

City

GA

State/Country

30701

Zip Code

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

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.)

FOR OFFICE USE ONLY

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2001 FEB - 2 AM 10:15
ASSIGNMENT SERVICES
DIVISION

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

TRADEMARK
REEL: 002228 FRAME: 0132

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="1237477"/>	<input type="text" value="1856827"/>	<input type="text" value="1838764"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2014447"/>	<input type="text" value="1816966"/>	<input type="text" value="1380568"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1430579"/>	<input type="text" value="1831429"/>	<input type="text" value="1667701"/>

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.

Geoffrey G. Young
Name of Person Signing


Signature

January 31, 2001
Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

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

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Trademark Application Number(s)

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Registration Number(s)

1928006	<input type="text"/>	<input type="text"/>
1544574	<input type="text"/>	<input type="text"/>
2047525	<input type="text"/>	<input type="text"/>
1564725	<input type="text"/>	<input type="text"/>
1251771	<input type="text"/>	<input type="text"/>
1612170	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 010110472
CONTROL NUMBER : J372655
EFFECTIVE DATE : 12/31/2000
REFERENCE : 0091
PRINT DATE : 01/11/2001
FORM NUMBER : 411

C T CORPORATION SYSTEM
SHARON SERCER
1201 PEACHTREE STREET, N.E.
ATLANTA GA 30361

CERTIFICATE OF MERGER

I, Cathy Cox, the Secretary of State of the Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of the date shown above. Attached is a true and correct copy of the said filing.


Surviving Entity:

BRETLIN INC., A GEORGIA CORPORATION

Nonsurviving Entity/Entities:

CARRIAGE INDUSTRIES, INC., A GEORGIA CORPORATION




CATHY COX
SECRETARY OF STATE

TRADEMARK
REEL: 002228 FRAME: 0135

010110472

ARTICLES OF MERGER

Pursuant to Section 14-2-1105 of the Georgia Business Corporation Code, the following information is provided:

1. The names and states of incorporation of each of the constituent corporations are:

Bretlin, Inc.	Georgia	J 312655*
Carriage Industries, Inc.	Georgia	J 404931

✓ 2. Bretlin, Inc. will be the surviving corporation.

3. Carriage Industries, Inc. holds one hundred percent (100%) of the issued and outstanding stock of Bretlin, Inc.

4. An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 14-2-1104 of the Georgia Business Corporation Code providing as follows:

- a. The names of the parties to the merger are **CARRIAGE INDUSTRIES, INC.**, a Georgia corporation (the "Merged Company"), and **BRETLIN, INC.**, a Georgia corporation (the "Surviving Corporation").
- b. The Surviving Corporation is a wholly-owned subsidiary of the Merged Company.
- c. The name of the surviving corporation is **BRETLIN, INC.**
- d. The Certificate of Incorporation of the Surviving Corporation shall be the Certificate of Incorporation of the surviving corporation.
- e. No shares of the Merged Company will be converted in the merger, and all shares of the Merged Company will be canceled.
- f. The executed Agreement and Plan of Merger will be kept on file at the principal place of business of the Surviving Corporation, to wit: 185 South Industrial Boulevard, SW, Calhoun, Georgia 30701.
- g. A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any shareholder of any constituent corporation.
- h. The effective time and date of the merger will be 11:59 p.m., December 31, 2000.

- i. Upon the effective date of the merger, the Merged Company will cease doing business in the State of Georgia, and only the Surviving Corporation will continue operations.
- 5. Pursuant to Section 14-2-1103 of the Georgia Business Corporation Code, approval by the shareholders of Bretlin, Inc. is not required.
- 6. The merger was duly approved by the shareholders of Carriage Industries, Inc. by action taken upon unanimous written consent dated December 28, 2000.
- 7. The merger was approved by the board of directors of Bretlin, Inc. by action taken upon unanimous written consent dated December 28, 2000. The merger was approved by the board of directors of Carriage Industries, Inc. by action taken upon unanimous written consent dated December 28, 2000.
- 8. The merger shall become effective on December 31, 2000.
- 9. The surviving corporation shall request of the newspaper which is the official organ of Fulton County that a notice of the foregoing merger be published in accordance with Section 14-2-1105.1 of the Georgia Business Corporation Code.

Dated: December 28, 2000

BRETLIN, INC.

By: Gary A. Harmon
Gary A. Harmon, Vice President

CARRIAGE INDUSTRIES, INC.

By: Gary A. Harmon
Gary A. Harmon, Vice President

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