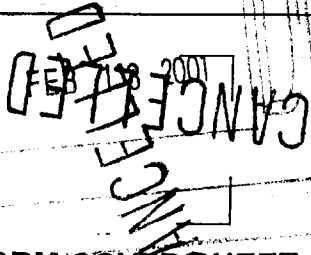


02-27-2001

FOR  
Expires:  
OMB 0



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

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

2.12.01

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  
Execution Date  
Month Day Year

Name

Formerly

1479414

- 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)

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

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.)

02/23/2001 DBYRNE 00000155 1479414

FOR OFFICE USE ONLY

01 FC:481 40.00 DP  
02 FC:482 250.00 DP

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, DC 20231

TRADEMARK

REEL: 002241 FRAME: 0139

**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)**

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

**Registration Number(s)**

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<input type="text" value="1,489,750"/>	<input type="text" value="1,496,570"/>	<input type="text" value="1,599,902"/>
<input type="text" value="1,603,486"/>	<input type="text" value="1,617,394"/>	<input type="text" value="1,717,701"/>

**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.

Jordan M. Meschkow, Reg. No. 31,043

Name of Person Signing

Signature

12 February 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/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

Corporation  Association

Other

Citizenship/State of Incorporation/Organization

FEB 13 2001

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

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Mark if additional numbers attached

Trademark Application Number(s)

Registration Number(s)

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STATE OF ARIZONA  
ACC/FAX  
DATE DELIVERED

ARTICLES OF AMENDMENT AND MERGER

JUN 26 2000

OF

AZI LLC

L-0942248-5

(an Arizona limited liability company)

AND

ARIZONA INSTRUMENT CORPORATION  
(a Delaware corporation)

F-0742659-2

FILED  
TERM  
BY  
6/26/00  
TIME  
Jenna Taylor

Pursuant to the provisions of Chapter 4, Article 7 of Title 29 of the Arizona Limited Liability Company Act, Arizona Revised Statutes ("A.R.S."), governing the merger of domestic limited liability companies and corporations, AZI LLC, an Arizona limited liability company, and Arizona Instrument Corporation, a Delaware corporation, hereby submit the following Articles of Amendment and Merger:

1. **Parties to the Merger.** The names of the parties to the merger are:
  - a. AZI LLC, an Arizona limited liability company, and
  - b. Arizona Instrument Corporation, a Delaware corporation.
2. **Amendments to Articles of Organization of Surviving Limited Liability Company.** The Articles of Organization of the surviving limited liability company in the merger will be amended by the Articles of Amendment and Merger to reflect a change in the company's name to "Arizona Instrument LLC."  
*o.k. ag.*
3. **Name and Address of Surviving Limited Liability Company.** The name and address of the surviving limited liability company in the merger is:
 

Arizona Instrument LLC  
1912 West 4th Street  
Tempe, Arizona 85281
4. **Statutory Agent of Surviving Limited Liability Company.** The surviving limited liability company appoints George G. Hays, whose address is 1912 West 4th Street, Tempe, Arizona 85281, as its agent for service of process.
5. **Terms and conditions of the proposed merger.** AZI LLC, an Arizona limited liability company, George G. Hays, Harold D. Schwartz, and Arizona Instrument Corporation, a Delaware corporation, entered into an Agreement and Plan of Merger dated as of March 31, 2000. Pursuant to A.R.S. § 29-754, a copy of the Agreement and Plan of Merger is on file with AZI LLC at 1912 West 4th Street, Tempe, Arizona 85281. AZI LLC will provide a copy of the Agreement and Plan of Merger upon request and without cost to any person who holds an interest in a business entity that is a party to the merger.

OBPHX:130452.20824\297834.3

**6 Approval of Shareholders and Members.**

a. Pursuant to A.R.S. § 29-754, each business entity that is a party to the Agreement and Plan of Merger approved the Agreement and Plan of Merger in the manner provided by law. The designation, number of outstanding shares/ units and number of votes entitled to be cast by each voting group entitled to vote separately on the merger are as follows:

<u>Corporation</u>	<u>Designation</u>	<u>Number of Outstanding Shares/ Units</u>	<u>Number of Votes Entitled to be Cast</u>
AZI LLC	Units	1,000	1,000
Arizona Instrument Corporation	Common Stock Par Value \$.01	1,371,399	1,371,399
Arizona Instrument Corporation	Preferred Stock Par Value \$.01	0	0

b. The total number of undisputed votes cast for the merger by each voting group entitled to vote separately on the merger was as follows:

<u>Corporation</u>	<u>Number of Votes Cast in Favor of Merger</u>
AZI LLC	1,000
Arizona Instrument Corporation	844,897

The number of votes cast for the merger by each voting group was sufficient for approval by such voting group.

IN WITNESS WHEREOF, the constituent entities have executed these Articles of Amendment and Merger as of the 26 day of June, 2000.

AZI LLC,  
an Arizona limited liability company

  
George G. Hays, Manager

ARIZONA INSTRUMENT CORPORATION,  
a Delaware corporation

  
George G. Hays, President