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U.S. Patent & TMO/TM Mail Rcpt Dt. #11

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U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

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To the Director of Patents and Trademarks. Please record the attached original documents or copy thereof.

<p>1. Name of Conveying Party(ies): <u>5-22-01</u> Micro Beef Technologies, Inc.</p> <p><input type="checkbox"/> Individual(s)                      <input type="checkbox"/> Association  <input type="checkbox"/> General partnership              <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation- Texas  <input type="checkbox"/> Other</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> YES <input type="checkbox"/> NO</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>Micro Beef Technologies, LTD.</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>311 N. Arthur</u></p> <p>City <u>Amarillo</u> State <u>TX</u> ZIP <u>79107</u></p> <p><input type="checkbox"/> Individual(s) Citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input checked="" type="checkbox"/> Limited Partnership _____  <input type="checkbox"/> Corporation-State _____  <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(Designation must be a separate document from Assignment)  Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of Conveyance:</p> <p><input type="checkbox"/> Assignment                      <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement              <input checked="" type="checkbox"/> Change of Name  <input checked="" type="checkbox"/> Other      Conversion to a limited partnership</p> <p>Execution Date: <u>October 17, 2000</u></p>	

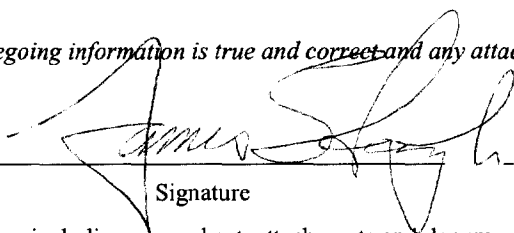
<p>4. Application number(s) or registration number(s):</p> <table style="width:100%"> <tr> <td style="width:50%">A. Trademark Application No.(s) <u>75/126,856</u></td> <td style="width:50%">B. Trademark Registration No.(s)</td> </tr> </table> <p style="text-align: center;">Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>		A. Trademark Application No.(s) <u>75/126,856</u>	B. Trademark Registration No.(s)
A. Trademark Application No.(s) <u>75/126,856</u>	B. Trademark Registration No.(s)		

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>James S. Leigh</u>  <u>Klarquist Sparkman Campbell Leigh &amp; Whinston, LLP</u></p> <p>Internal Address: _____</p> <p><u>One World Trade Center, Suite 1600</u></p> <p>Street Address: _____</p> <p><u>121 S.W. Salmon Street</u></p> <p><u>Portland, Oregon 97204-2988</u></p>	<p>6. Total number of applications and registrations involved: <u>1</u></p> <hr/> <p>7. Total fee (37 C.F.R. § 3.41): <u>\$40.00</u></p> <p><input checked="" type="checkbox"/> Enclosed  <input checked="" type="checkbox"/> Any deficiency/overpayment is authorized to be charged to deposit account. A copy of this sheet is enclosed.</p> <hr/> <p>8. Deposit account number: <u>02-4550</u></p>
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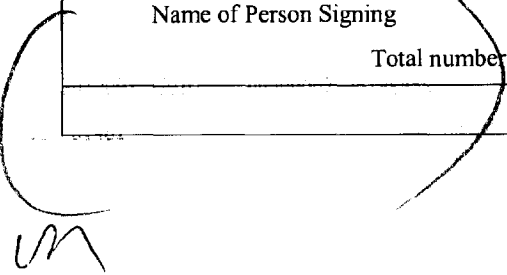
DO NOT USE THIS SPACE

9. 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.*

<u>James S. Leigh</u>		<u>5-18-01</u>
Name of Person Signing	Signature	Date

Total number of pages including cover sheet, attachments and document: 5





# The State of Texas

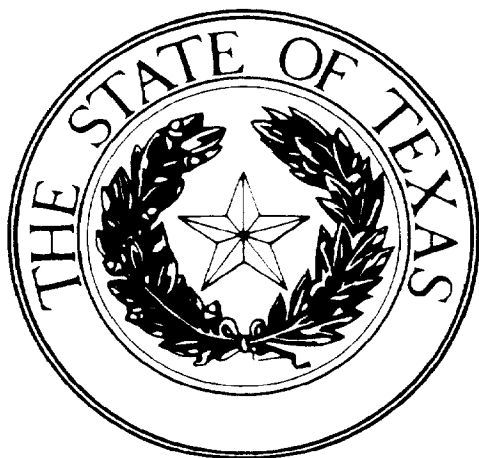
## SECRETARY OF STATE

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

MICRO BEEF TECHNOLOGIES, LTD.  
FILE NO. 141337-10

ARTICLES OF CONVERSION

OCTOBER 18, 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 March 20, 2001.*

Henry Cuellar  
Secretary of State DAE

TRADEMARK  
REEL: 002306 FRAME: 0473

ARTICLES OF CONVERSION OF  
MICRO BEEF TECHNOLOGIES, INC.  
INTO  
MICRO BEEF TECHNOLOGIES, LTD.

FILED  
In the Office of the  
Secretary of State of Texas  
OCT 18 2000  
Corporations Section

ARTICLE 1

The undersigned officer of Micro Beef Technologies, Inc., certifies the following:

a. Micro Beef Technologies, Inc. (the "Converting Entity") is a Texas business corporation, incorporated under the Texas Business Corporation Act.

b. A Plan of Conversion has been duly approved and adopted according to the requirements of:

- (1) Article 5.03 of the Texas Business Corporation Act,
- (2) any other laws under which Micro Beef Technologies, Inc., is incorporated, and
- (3) its constituent documents, to the extent applicable.

The Plan of Conversion provides for the conversion of the Converting Entity to Micro Beef Technologies, Ltd., a Texas limited partnership (the "Converted Entity").

c. An executed Plan of Conversion is on file at the principal place of business of Micro Beef Technologies, Inc. at 311 North Arthur, Amarillo, Texas, 79107. The executed Plan of Conversion will be on file, from and after the conversion, at the principal place of business of Micro Beef Technologies, Ltd. at 311 North Arthur, Amarillo, Texas, 79107.

d. A copy of the Plan of Conversion will be furnished by Micro Beef Technologies, Inc. (before the conversion) or by Micro Beef Technologies, Ltd. (after the conversion), on written request and without cost, to any shareholder of Micro Beef Technologies, Inc. or to any general partner or limited partner of Micro Beef Technologies, Ltd.

**ARTICLE 2.**

The number of outstanding shares of Micro Beef Technologies, Inc. entitled to vote on the Plan of Conversion is 10,000. The number of outstanding shares voting for the Plan of Conversion was 10,000, and the number of outstanding shares voting against the Plan of Conversion was 0.

**ARTICLE 3.**


Two copies of the Certificate of Limited Partnership of Micro Beef Technologies, Ltd. which is to be created pursuant to the Plan of Conversion are being filed with the Secretary of State with these Articles of Conversion.

**ARTICLE 4.**

Micro Beef Technologies, Ltd., will be obligated to pay any final franchise taxes of Micro Beef Technologies, Inc., if they are not timely paid.

Dated this 17<sup>th</sup> day of October, 2000.

**Micro Beef Technologies, Inc.**

By:   
William C. Pratt, President

**CERTIFICATE OF LIMITED PARTNERSHIP**

**OF**

**MICRO BEEF TECHNOLOGIES, LTD.**

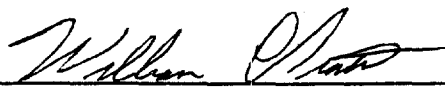
1. The limited partnership's name is Micro Beef Technologies, Ltd.
2. The address of the limited partnership's registered office is 701 S. Taylor, Suite 500, Amarillo TX 79101. The name of the limited partnership's registered agent for service of process at that address is J.F. Howell III.
3. The address of the limited partnership's principal office where it will keep or make available its records is 311 N. Arthur, Amarillo TX 79107.
4. The name, mailing address, and street address of each general partner of the limited partnership is:

<u>Name</u>	<u>Mailing Address and Street Address</u>
Micro Beef Management, LLC	311 N. Arthur P.O. Box 9262 Amarillo, TX 79105

2. The limited partnership is being formed pursuant to a plan of conversion under § 2.01(b) of the Texas Revised Limited Partnership Act and §§5.17, et seq., of the Texas Business Corporation Act. The entity from which the limited partnership is being converted is: Micro Beef Technologies, Inc., a Texas corporation, organized on April 12, 1971, the current address of which is 311 North Arthur, Amarillo, Texas, 79101.

This Certificate of Limited Partnership takes effect on the later of October 18, 2000 or the date the Secretary of State files it, in accord with § 2.01(b) of the Texas Revised Limited Partnership Act.

**MICRO BEEF MANAGEMENT, LLC,**  
General Partner

By:   
William C. Pratt, President