

06-08-2001



FORM PTO-1594 (Substitute)

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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Director of the U.S. Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 6-4-01
US EQUIPMENT LEASING, INC.

Individual Association
 General Partnership Limited Partnership
 Corporation-Pennsylvania
 Other: _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: US EQUIPMENT LEASING LLC

Address: 4444 One Mellon Bank Center

City: Pittsburgh State: PA Zip: 15258

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: May 2, 2001

Individual(s) citizenship JUN - 1
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other Delaware Limited Liability Company

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment.)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s)

A. Trademark Application No(s).

B. Trademark Registration No(s).

1,378,363; 1,950,198; 1,117,461; 1,943,533;
1,358,556

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Jody L. Burtner, Senior Paralegal
REED SMITH LLP

Address: P.O. Box 488

City: Pittsburgh State: PA Zip: 15230-0488

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 2.6(b)(6)): \$140.00

Enclosed
 Authorized to be charged to deposit account
 Charge any deficiency to deposit account

8. Deposit account number:
18-0582

(Attach duplicate copy of this page if paying by deposit account)

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 and correct copy of the original document.

Jody L. Burtner, Senior Paralegal Jody May 31, 2001
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to:
Director of the U.S. Patent and Trademark Office, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002311 FRAME: 0493

**CERTIFICATE OF MERGER
OF
US EQUIPMENT LEASING, INC.
INTO
US EQUIPMENT LEASING LLC**

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act (the "Act"), the undersigned surviving limited liability company submits the following Certificate of Merger for filing and certifies that:

FIRST. The name and jurisdiction of formation or organization of each of the limited liability companies or other business entities which are to merge is:

<u>Name</u>	<u>Jurisdiction</u>	<u>Type of Entity</u>
US Equipment Leasing, Inc.	Pennsylvania	corporation
US Equipment Leasing LLC	Delaware	limited liability company

SECOND. An Agreement and Plan of Merger has been approved and executed by US Equipment Leasing LLC and by US Equipment Leasing, Inc.

THIRD. The name of the surviving limited liability company is: US Equipment Leasing LLC.

FOURTH: The Agreement and Plan of Merger is on file at a place of business of US Equipment Leasing LLC which is located at 4444 One Mellon Bank Center, Pittsburgh, Pennsylvania 15258.

FIFTH: A copy of the Agreement and Plan of Merger will be furnished by the surviving limited liability company, on request and without cost, to any member of any domestic limited liability company or any person holding an interest in any other business entity which is to merge.

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:15 PM 05/02/2001
010212827 - 3386486

MAY-02-2001 15:54
MAY-02-2001 14:19

REED SMITH PGH SCP
REED SMITH - NEW YORK

4122885345 P.05
212 521 5450 P.05

IN WITNESS WHEREOF, this Certificate of Merger has been duly executed as of the 21 day of May, 2001, and is being filed in accordance with Section 18-209 of the Act by an authorized person of the surviving limited liability company in the merger.

US EQUIPMENT LEASING LLC

By: _____

Name: _____


Peter Lafquist
Authorized Person