

06-15-2001



Form PTO-1594  
(Rev. 03/01)  
OMB No. 0651-0027 (exp. 5/31/2002)

101752539  
**TRADEMARKS ONLY**

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

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

IBS Merger Corp.

6-1101

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State - TX
- Other \_\_\_\_\_

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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other \_\_\_\_\_

Execution Date: December 21, 2000

2. Name and address of receiving party(ies)

Name: Tobin International, Ltd.

Internal Address: 1355 Central Parkway South

Street Address: Suite 500

City: San Antonio State: TX Zip: 78270

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership TX
- Corporation-State \_\_\_\_\_
- Other \_\_\_\_\_

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 registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,120,279

Additional number(s) attached  Yes  No

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

Name: Court B. Allen

Internal Address: Cox & Smith Incorporated

Street Address: 112 E. Pecan Street

Suite 1800

City: San Antonio State: TX Zip: 78205

6. Total number of applications and registrations involved: .....

1

7. Total fee (37 CFR 3.41).....\$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(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 copy of the original document.

Courtenay B. Allen

Name of Person Signing

Court B. Allen

Signature

June 7, 2001

Date

4

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

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patent & Trademarks, Box Assignments  
Washington, D.C. 20231



# The State of Texas

## SECRETARY OF STATE CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of Merger of

IBS MERGER CORP.  
(a Texas Corporation)

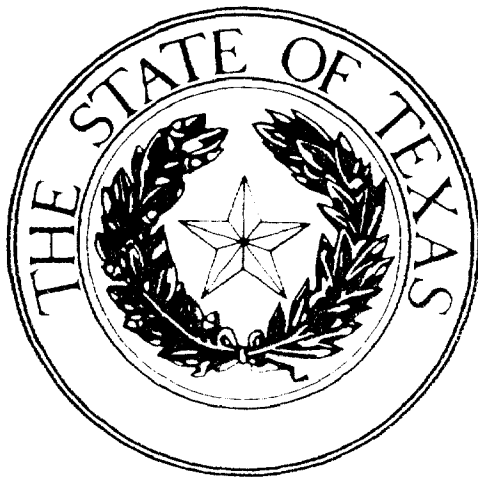
**with and into**

TOBIN INTERNATIONAL, LTD.  
(a Texas Limited Partnership)

have been received in this office and are found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Merger.

Filed            DECEMBER 21, 2000

Effective        DECEMBER 31, 2000 @ 11:59 p.m.



*Elton Bomer*  
Secretary of State

**TRADEMARK**  
**REEL: 002314 FRAME: 0354**

## CERTIFICATE OF MERGER

## MERGING

IBS MERGER CORP.,  
a Texas corporation

## WITH AND INTO

TOBIN INTERNATIONAL, LTD.,  
a Texas limited partnership

FILED  
In the Office of the  
Secretary of State of Texas

DEC 21 2000

Corporations Section

Pursuant to Section 2.11 of the Texas Revised Limited Partnership Act, the undersigned corporation and limited partnership (each a "Constituent Entity" and together the "Constituent Entities") adopt the following Certificate of Merger for the purpose of merging them into one of such Constituent Entities:

1. The name and state of incorporation, formation or organization of each of the Constituent Entities is:

- (a) IBS Merger Corp., a Texas corporation ("IBS"); and
- (b) Tobin International, Ltd., a Texas limited partnership ("TIL").

2. A plan of merger (the "Plan of Merger") providing for the merger of IBS with and into TIL has been duly approved by each of the Constituent Entities.

3. The name of the surviving Texas limited partnership is Tobin International, Ltd.

4. No amendments or changes to the Certificate of Limited Partnership of Tobin International, Ltd. are to be effected by the merger.

5. The Certificate of Limited Partnership of Tobin International, Ltd., as in effect on the date hereof, shall be the certificate of limited partnership of the surviving Constituent Entity.

6. The executed Plan of Merger is on file at the principal place of business of TIL at 1355 Central Parkway South, Suite 500, San Antonio, Texas 78270. A copy of the Plan of Merger will be furnished on request and without cost to any shareholder or partner of any of the Constituent Entities.

7. A copy of the Plan of Merger was furnished to each partner of TIL, and each partner waived the requirement that a copy of the Plan of Merger be furnished at least twenty (20) days before the effective date of the merger. A copy of the Plan of Merger will be furnished on request and without cost to any shareholder or partner of any of the Constituent Entities.

8. As to each of the Constituent Entities, the Plan of Merger and the performance of its terms were duly authorized by all action required by the laws under which it was formed or organized and by its constituent documents.

9. The effective time of the merger is December 31, 2000 at 11:59 p.m., Central Standard Time

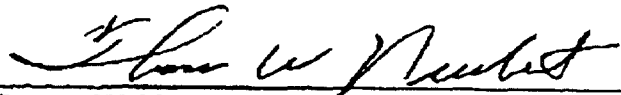
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10. TIL, as the surviving limited partnership in the merger, will be responsible for the payment of all fees and franchise taxes of each of the Constituent Entities and will be obligated to pay such fees and franchise taxes if the same are not timely paid.


Dated: December 21, 2000.

IBS MERGER CORP.

By:   
Thomas W. Neubert, President

TOBIN INTERNATIONAL, LTD.

By: TOBIN HOLDINGS, INC., as General Partner

By:   
Thomas W. Neubert, Executive Vice President