

08-27-2001



101823717
RECORDATION COVER SHEET
TRADEMARKS ONLY

AUG 20 2001

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New 08/20/01
- 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
- Merger
- Change of Name
- Other

Effective Date
Month Day Year
8 30 95

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

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

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.)

08/27/2001 RAHNE1 00000021 1885420

FOR OFFICE USE ONLY

01 FC:481

40.00 OP

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: 002355 FRAME: 0571

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="1,885,420"/>	<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"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

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:

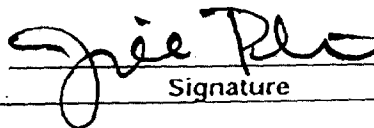
Yes

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.

Jill M. Pietrini



8-9-01

Name of Person Signing

Signature

Date Signed

FILED

AUG 30 1995

**AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
FRED JONES ENTERPRISES, INC.**

OKLA SECRETARY OF STATE

The undersigned, Fred Jones Hall and David S. Holsted, certify that they are the President and Secretary, respectively, of Fred Jones Enterprises, Inc., a corporation organized and existing under the laws of the State of Oklahoma (the "Corporation"), and do hereby further certify as follows:

1. The name of this Corporation is Fred Jones Enterprises, Inc.

2. The name under which the Corporation was originally incorporated was Fred Jones Merger, Inc. and the original Certificate of Incorporation of the Corporation was filed with the Secretary of State of Oklahoma on January 28, 1994.

3. This Amended and Restated Certificate of Incorporation was duly adopted in accordance with the provisions of Sections 1077 and 1030 of the General Corporation Act of Oklahoma (the "Act") by the written consent of the holders of not less than a majority the outstanding stock of the Corporation entitled to vote thereon, and written notice of the corporate action has been given to the shareholders of the Corporation who have not so consented in writing, all in accordance with the provisions of Section 1080 of the Act.

4. The text of the Certificate of Incorporation of the Corporation is amended and restated to read in its entirety as follows:

ARTICLE I

Name

The name of the Corporation is:

AUTOCRAFT INDUSTRIES, INC.

ARTICLE II

Registered Office and Agent

The address of the Corporation's registered office in the State of Oklahoma is 123 South Hudson, Oklahoma City, Oklahoma County, Oklahoma 73102. The registered agent is T. A. Dearmon.

DB 533642-3

OFFICE OF THE SECRETARY OF STATE



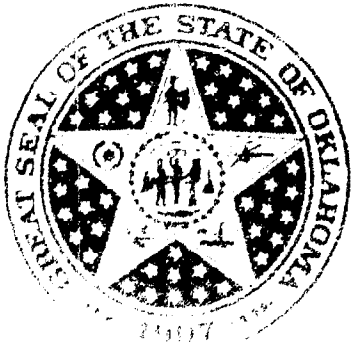
AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION

WHEREAS, the Amended and Restated Certificate of Incorporation of
AUTOCRAFT INDUSTRIES, INC.

has been filed in the office of the Secretary of State as provided by the laws of the
State of Oklahoma.

NOW THEREFORE, I, the undersigned, Secretary of State of the State of
Oklahoma, by virtue of the powers vested in me by law, do hereby issue this
certificate evidencing such filing.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the
Great Seal of the State of Oklahoma.



Filed in the City of Oklahoma City this 30TH
day of AUGUST, 1995.

Sam Cole
Secretary of State

By: *Sharon Hines*