

FORM PTO-1618A



IT

U.S. DEPARTMENT OF COMMERCE

(Rev. 6-99)

101896514

Patent and Trademark Office

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

1. Submission Type

- New
  - Resubmission (Non-Recordation)
  - Correction of PTO Error
  - Corrective Document
- Document ID # \_\_\_\_\_  
 Reel # \_\_\_\_\_ Frame # \_\_\_\_\_  
 Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

11.9.01

2. Name of Conveying Party(ies):

First Texas Manufacturing Co.  
11900 Montana Avenue  
El Paso, TX 79936



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

3. Name and Address of Receiving Party(ies):

Name: First Texas Products Corporation  
Street Address: 11900 Montana Avenue  
City: El Paso  
State: Texas Zip: 79936

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

Additional Name(s) of conveying attached?  Yes  No

4. Nature of conveyance:

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

Effective Date: July 2, 1999

5. Application number(s) or registration number(s):

A. Trademark Applicant No.(s)

B. Trademark Registration No.(s)

see attached schedule A

Additional Sheet attached?  Yes  No

6 Name and address of party to whom correspondence concerning this matter should be mailed:

CUSTOMER NUMBER 00136  
JACOBSON HOLMAN  
400 7th Street, N.W.  
Washington, DC 20004  
Tel. 202-638-6666

Attorney Docket No. 1926/G-1926

7. Number of applications and registrations involved: 12

8. Total fee (37 CFR 3.41)..... \$ 315  
 Enclosed  
 Any deficiencies in enclosed fees are authorized to be charged to account 06-1358

11/14/2001 TPIRZI 00000036 2281544

01 FC:481  
02 FC:482

40.00 OP  
275.00 OP

DO NOT USE THIS SPACE

10. 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.

Simor L. Moskowitz

November 9, 2001

Name of Person Signing

Signature

Date

Total number of pages excluding cover sheet: 9



**Trademarks**

<b>MARK</b>	<b>REG./APPLN. NO.</b>	<b>DATE</b>
BOUNTY HUNTER (WORDS)	2,281,544	9/28/99
BOUNTY HUNTER DESIGN	2,287,771	10/19/99
DUAL TRAC	1,698,891	7/7/92
GROUNDTRAC	1,698,890	7/7/92
SENTRON	2,112,232	11/11/97
SMART TRAC	2,126,995	1/6/98
TEKNETICS & DESIGN	2,292,558	11/16/99
TIME MACHINE	1,944,268	12/26/95
TIME RANGER	2,085,749	8/5/97
TIME TRAVELER	2,114,044	11/18/97
TRACKER	2,074,956	7/1/97
TREASURE TRACKER	1,139,177	9/2/80



# 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:

FIRST TEXAS PRODUCTS CORPORATION  
FILE NO. 69874500

ARTICLES OF MERGER

JULY 2, 1999

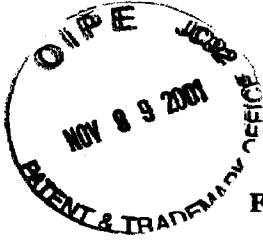


*IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on October 4, 2001.*

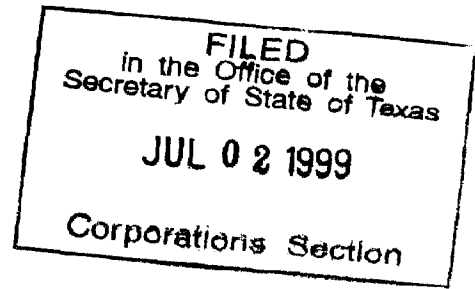
Henry Cuellar  
Secretary of State DAA

TRADEMARK

REEL: 002395 FRAME: 0689



**ARTICLES OF MERGER  
OF  
FIRST TEXAS MERGER CORPORATION  
AND  
FIRST TEXAS MANUFACTURING CO.**



To the Secretary of State  
State of Texas

Pursuant to the provisions of Article 5.04 of the Texas Business Corporation Act, the domestic corporations herein named do hereby adopt the following articles of merger:

1. The names of the constituent corporations are First Texas Merger Corporation and First Texas Manufacturing Co., both of which are business corporations organized under the laws of the State of Texas and are subject to the provisions of the Texas Business Corporation Act.
2. Annexed hereto and made a part hereof is the Plan of Merger for merging First Texas Merger Corporation with and into First Texas Manufacturing Co. as approved by the directors and the shareholders of the said constituent corporations.
3. The number of shares of First Texas Merger Corporation which were outstanding at the time of the approval of the Plan of Merger by its shareholders is 1,000, all of which are of one class.
4. The approval of the Plan of Merger by the shareholders of First Texas Merger Corporation was by written consent, which has been given in accordance with the provisions of Article 9.10 of the Texas Business Corporation Act, and any written notice required by that Article has been given.
5. The number of shares of First Texas Manufacturing Co. which were outstanding at the time of the approval of the Plan of Merger by its shareholders is 2,450,000, all of which are of one class.
6. The approval of the Plan of Merger by the shareholders of First Texas Manufacturing Co. was by written consent, which has been given in accordance with the provisions of Article 9.10 of the Texas Business Corporation Act, and any written notice required by that Article has been given.
7. First Texas Manufacturing Co. will continue to exist as the surviving corporation under the name First Texas Products Corporation pursuant to the provisions of the Texas Business Corporation Act.
8. The Articles of Incorporation of First Texas Merger Corporation, as in effect immediately prior to the effective time of the merger, shall become, from and after the effective time of the merger, the Articles of Incorporation of the surviving corporation, as restated in its entirety to read as set forth on Exhibit A attached hereto, until further amended and changed in the manner prescribed by the provisions of the Texas Business Corporation Act.

[SIGNATURE PAGE TO THE ARTICLES OF MERGER]

Executed on June \_\_, 1999.

First Texas Merger Corporation

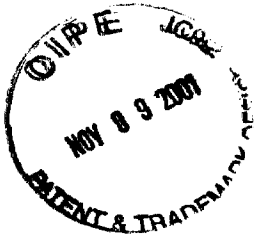
By:

[Signature]  
Its VP

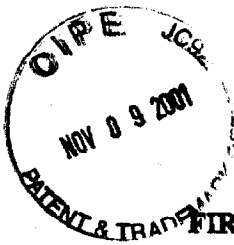
First Texas Manufacturing Co.

By:

[Signature]  
Its President



(485090.2)



**PLAN OF MERGER**

**OF**

**FIRST TEXAS MERGER CORPORATION**

**AND**

**FIRST TEXAS MANUFACTURING CO.**

THIS PLAN OF MERGER was approved on June 30, 1999 by First Texas Merger Corporation, a corporation organized under the laws of the State of Texas, and by resolution adopted by its Board of Directors on said date, and approved on June 30, 1999 by First Texas Manufacturing Co., a corporation of the State of Texas, and by resolution adopted by its Board of Directors on said date.

1. First Texas Merger Corporation and First Texas Manufacturing Co. shall, pursuant to the provisions of the Texas Business Corporation Act, be merged with and into a single corporation, to wit, First Texas Manufacturing Co., which shall be the surviving corporation upon the effective date of the merger and which is sometimes hereinafter referred to as the "surviving corporation", and which shall continue to exist as said surviving corporation under the name First Texas Products Corporation pursuant to the provisions of the Texas Business Corporation Act. The separate existence of First Texas Merger Corporation, which is sometimes hereinafter referred to as the "terminating corporation", shall cease upon said effective date in accordance with the provisions of said Texas Business Corporation Act.

2. The Articles of Incorporation of the surviving corporation upon the effective date of the merger shall be the Articles of Incorporation of the First Texas Merger Corporation, as restated in its entirety to read as set forth on Exhibit A attached hereto. Said Articles of Incorporation, as herein amended and changed, shall continue in full force and effect until further amended and changed in the manner prescribed by the provisions of the Texas Business Corporation Act.

3. The present bylaws of the surviving corporation will be the bylaws of said terminating corporation and will continue in full force and effect until changed, altered, or amended as therein provided and in the manner prescribed by the provisions of the Texas Business Corporation Act.

4. The directors and officers in office of the terminating corporation upon the effective date of the merger shall be the members of the first Board of Directors and the first officers of the surviving corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the bylaws of the surviving corporation.

5. Each issued share of the terminating corporation shall, upon the effective date of the merger, be converted into one (1) share of the surviving corporation. The issued shares of the surviving corporation shall not be converted in any manner, but each said share which is issued as of the effective date of the merger shall continue to represent one issued share of the surviving corporation. Each issued and outstanding share of First Texas Manufacturing Co. shall, upon the effective date of the merger, be converted into the merger consideration.

{ 488000.2 }

6. The Plan of Merger herein made and approved shall be submitted to the shareholders of the terminating corporation and of the surviving corporation for their approval or rejection in the manner prescribed by the provisions of the Texas Business Corporation Act.

7. In the event that the Plan of Merger shall have been approved by the shareholders of the terminating corporation and of the surviving corporation in the manner prescribed by the provisions of the Texas Business Corporation Act, the terminating corporation and the surviving corporation hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Texas, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

8. The Board of Directors and the proper officers of the terminating corporation and of the surviving corporation, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

9. THE SURVIVING CORPORATION WILL ASSUME ALL FRANCHISE TAX LIABILITIES OF THE NON-SURVIVING CORPORATION.

(485090.2)

Exhibit A  
RESTATED

ARTICLES OF INCORPORATION OF  
FIRST TEXAS PRODUCTS CORPORATION



The undersigned, being a natural person of the age of 18 years or more adopt(s) the following Articles of Incorporation, as restated by plan of merger pursuant to the provisions of the Texas Business Corporation Act.

**FIRST:** The name of the corporation is hereby changed from "First Texas Merger Corporation" to "First Texas Products Corporation".

**SECOND:** The period of duration of the corporation is perpetual.

**THIRD:** The purpose or purposes for which the corporation is organized are:

To transact any or all lawful business for which corporations may be incorporated under the Texas Business Corporation Act.

**FOURTH:** The aggregate number of shares which the corporation shall have authority to issue is One Thousand (1,000), all of which are of one class and of the par value of \$0.01 per share.

**FIFTH:** The corporation will not commence business until it has received for the issuance of its shares consideration of the value of at least one thousand dollars.

**SIXTH:** Shareholders of the corporation shall have no preemptive right to acquire additional, unissued, or treasury shares of the corporation.

**SEVENTH:** No holder of any class of shares of the corporation shall be entitled to cumulate his votes at any election of directors.

**EIGHTH:** The following provisions are inserted herein for the purpose of defining, limiting, and regulating the powers of the corporation and of the directors and of the shareholders, provided, however, that said provisions shall not be deemed exclusive of any rights or liabilities otherwise granted or imposed by the laws of the State of Texas:

1. The liability of the directors of the corporation is eliminated to the fullest extent permitted by the provisions of the Texas Business Corporation Act and by the provisions of the Texas Miscellaneous Corporation Laws Act, as the same may be amended and supplemented.

2. The corporation shall, to the fullest extent permitted by the provisions of Article 2.02-1 of the Texas Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to

( 486090.2 )



indemnify under said Article from and against any and all of the expenses, liabilities, or other matters referred to or covered by said Article.

3. With respect to any matter for which the affirmative vote of the holders of at least a two-thirds portion of the shares entitled to vote is otherwise required by the Texas Business Corporation Act, the act of the shareholders on that matter shall be the affirmative vote of the holders of at least a majority of the shares entitled to vote on that matter, rather than the affirmative vote otherwise required by the Texas Business Corporation Act. With respect to any matter for which the affirmative vote of the holders of at least two-thirds portion of the shares of any class is otherwise required by the Texas Business Corporation Act, the act of the holders of shares of that class on that matter shall be the affirmative vote of the holders of at least a majority of the shares of that class, rather than the affirmative vote of the holders of shares of that class otherwise required by the Texas Business Corporation Act.

4. Any action required by the Texas Business Corporation Act to be taken at an annual or special meeting of shareholders, or any action which may be taken at an annual or special meeting of shareholders, may be taken without a meeting, without prior notice, and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by the holder or holders of shares having not less than the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all shares entitled to vote on the action were present and voted.

**NINTH:** The post-office address of the initial registered office of the corporation in the State of Texas is c/o National Registered Agents, Inc., 800 Brazos Street, Suite 1100, Austin, Texas 78701, and the name of the initial registered agent of the corporation at such address is National Registered Agents, Inc.

**TENTH:** The number of directors constituting the initial Board of Directors of the corporation is four (4), and the name and the address of each person who is to serve as a director until the first annual meeting of the shareholders or until his successor is elected and qualifies are:

<u>NAME</u>	<u>ADDRESS</u>
John E. Turner	11900 Montana, El Paso, TX 79936
Thomas Walsh	11900 Montana, El Paso, TX 79936
William Glastris, Jr.	70 West Madison St., Suite 2730 Chicago, IL 60602
Erik Maurer	70 West Madison St., Suite 2730 Chicago, IL 60602

**ELEVENTH:** The name and the address of the incorporator are:



**NAME**

**ADDRESS**

Nathan J. Feltman

10 S. Wacker Drive, Suite 4000  
Chicago, IL 60606

**TWELFTH:** From time to time any of the provisions of these Articles of Incorporation may be amended, altered, or repealed, and other provisions authorized by the laws of the State of Texas at the time in force may be added or inserted in the manner and at the time prescribed by said laws, and all contracts and rights at any time conferred upon the shareholders of the corporation by these Articles of Incorporation are granted subject to the provisions of this Article.

Signed on June \_\_, 1999.

RECORDED & INDEXED

( 485090.2 )

TOTAL P.06