



01-14-2002



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U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

SHEET

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

1. Name of conveying party(ies):

BMS, Inc.

1-7-02

- Individual(s)
- General Partnership
- Corporation - State of Texas
- Other
- Association
- Limited Partnership

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

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

Name: Union Industrial Gas & Supply

Internal Address: \_\_\_\_\_

Street Address: 6100 Neil Road, Suite 500

City: Reno State Nevada ZIP: 89511

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

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No

(Designation must be a separate document from Assignment)  
Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

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

Execution Date: December 22, 1999

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,719,786

Additional numbers attached?  Yes  No

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

Name: Andre M. Szuwalski  
Jenkins & Gilchrist, P.C.  
Internal Address: \_\_\_\_\_

Street Address: 1445 Ross Avenue, Ste. 3200

City: Dallas State: Texas Zip: 75202-2799

6. Total number of applications and registrations involved: 1

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

- Enclosed \$40.00
- Authorized to be charged to deposit account.

(If check is not received with this correspondence or additional fees are required, please charge to deposit account 10-0447.)

8. Deposit Account number: 10-0447

(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.

Andre M. Szuwalski  
Name of Person Signing

Signature

11/7/01

Date

1/11/2002 TDIAZ1 00000254 1719786

1 FC:481

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Total number of pages comprising cover sheet: 1

INV.  
\$125.-

FILED # C16060-77

DEC 22 1999

IN THE OFFICE OF  
*Dean Hill*  
DEAN HILLER SECRETARY OF STATE

ARTICLES OF MERGER  
OF  
NORTHWESTERN EQUIPMENT & SUPPLY COMPANY,  
UNITED WELDING SPECIALTIES OF DALLAS, INC., AND  
BMS, INC.  
INTO  
UNION INDUSTRIAL GAS & SUPPLY, INC.

Pursuant to the provisions of Chapter 92A of the Nevada Revised Statutes, 1957 (the "NRS"), the undersigned domestic corporations, Union Industrial Gas & Supply, Inc. ("Union") and Northwestern Equipment & Supply Company ("NESCO"), and foreign corporations, United Welding Specialties of Dallas, Inc., a Texas corporation ("United"), and BMS, Inc., a Texas corporation ("BMS"), adopt the following Articles of Merger for the purpose of merging NESCO, United and BMS with and into Union:

ARTICLE ONE

The names of the corporations party to the merger, each of which has approved that certain Agreement and Plan of Merger dated December 22, 1999 by and between Union, NESCO, United and BMS (the "Plan"), and the States under the laws of which they are respectively organized are:

<u>Name of Corporation</u>	<u>State</u>
Union Industrial Gas & Supply, Inc.	Nevada
Northwestern Equipment & Supply Company	Nevada
United Welding Specialties of Dallas, Inc.	Texas
BMS, Inc.	Texas

ARTICLE TWO

The name of the surviving corporation is Union Industrial Gas & Supply, Inc., and it is to be governed by the laws of the State of Nevada.

ARTICLE THREE

As to each of the undersigned corporations, the number of shares outstanding, and the designation and number of outstanding shares of each class entitled to vote as a class on the Plan, are as follows:

<u>Name of Corporation</u>	<u>Number of Shares Outstanding</u>	<u>Designation of Class</u>	<u>Entitled to Vote as a Class Number of Shares</u>
Union Industrial Gas & Supply, Inc.	1,000	Common	1,000
Union Industrial Gas & Supply, Inc.	5,000	Preferred	N/A
Northwestern Equipment & Supply Company	1,000	Common	1,000

Dallas:323994.1

<u>Name of Corporation</u>	<u>Number of Shares Outstanding</u>	<u>Designation of Class</u>	<u>Entitled to Vote as a Class Number of Shares</u>
Union Welding Specialties of Dallas, Inc.	1,111	Common	1,111
BMS, Inc.	2,976,999.99	Common	2,976,999.99

As to each of the undersigned corporations, the total number of shares voted for and against such Plan, respectively, and, as to each class entitled to vote thereon as a class, the number of shares of such class voted for and against the Plan, respectively, are as follows:

<u>Name of Corporation</u>	<u>Number of Shares</u>			<u>Entitled to Vote as a Class</u>	
	<u>Total Voted For</u>	<u>Total Voted Against</u>	<u>Class</u>	<u>Voted For</u>	<u>Voted Against</u>
Union Industrial Gas & Supply, Inc.	1,000	0	Common	1,000	0
Northwestern Equipment & Supply Company	1,000	0	Common	1,000	0
Union Welding Specialties of Dallas, Inc.	1,111	0	Common	1,111	0
BMS, Inc.	2,976,999.99	0	Common	2,976,999.99	0

**ARTICLE FOUR**

The Articles of Incorporation of Union have not been amended, as described in the Plan, as a result of the merger contemplated therein.

**ARTICLE FIVE**

The complete executed plan of merger is on file at Union's registered office located at 6100 Neil Road, Suite 500, Reno, Nevada 89511.

[Remainder of page intentionally left blank]

Dated December 22, 1999.

UNION INDUSTRIAL GAS & SUPPLY, INC.

By: [Signature]  
Steven E. Smathers, Vice President

By: [Signature]  
Keith Martin, Assistant Secretary

NORTHWESTERN EQUIPMENT & SUPPLY COMPANY

By: [Signature]  
Steven E. Smathers, Vice President

By: [Signature]  
Keith Martin, Secretary

UNITED WELDING SPECIALTIES OF DALLAS, INC.

By: [Signature]  
Steven E. Smathers, Vice President

BMS, INC.

By: [Signature]  
Name: Jeffrey S. Ellis  
Title: PRESIDENT

Dallas322998.1

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