

02-26-2002

FEB - 8 2002



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

Submission Type		Conveyance Type	
<input checked="" type="checkbox"/> New	2-8-02	<input type="checkbox"/> Assignment	<input type="checkbox"/> License
<input type="checkbox"/> Resubmission (Non-Recordation)	Document ID # _____	<input type="checkbox"/> Security Agreement	<input type="checkbox"/> Nunc Pro Tunc Assignment
<input type="checkbox"/> Correction of PTO Error	Reel # _____ Frame # _____	<input checked="" type="checkbox"/> Merger	Effective Date Month Day Year June 25, 2001
<input type="checkbox"/> Corrective Document	Reel # _____ Frame # _____	<input type="checkbox"/> Change of Name	
		<input type="checkbox"/> Other	_____

Conveying Party Mark if additional names of conveying parties attached

Name: TRANSIT SERVICES, INC. Execution Date: June 25, 2001

Formerly: _____

Individual General Partnership Limited Partnership Corporation Association

Other: _____

Citizenship/State of Incorporation/Organization: CALIFORNIA

Receiving Mark if additional names of receiving parties

Name: COX TECHNOLOGIES, INC.

DBA/AKA/TA: _____

Composed of: _____

Address (line 1): 69 McADENVILLE ROAD

Address (line 2): _____

Address (line 3): BELMONT City, NORTH CAROLINA State/Country, 28012 Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other: _____

Citizenship/State of Incorporation/Organization: NORTH CAROLINA

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.)

FOR OFFICE USE ONLY

02/25/2002 GTON11 00000102 75798592
01 FC:481 40.00 OF
02 FC:482 250.00 OF

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: 002449 FRAME: 0361

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" value="75798592"/>	<input type="text" value="75442010"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="2453496"/>	<input type="text" value="2387675"/>	<input type="text" value="2287572"/>
<input type="text" value="2253271"/>	<input type="text" value="2315475"/>	<input type="text" value="2308489"/>
<input type="text" value="2075696"/>	<input type="text" value="2151374"/>	<input type="text" value="1971329"/>

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.

BPK:slw

Docket No.: TSI.45652

Receipt is hereby acknowledged of:

RECORDATION FORM COVER SHEET

(TRADEMARK ONLY) with 5 pages attached

Conveying Party: Transit Services, Inc.
Receiving Party: Cox Technologies, Inc.
Serial/Registration No.: multiple (11 in all)

Due: N/A
Mailed: October 30, 2001

JUL-05-2001 16:41

C T CORPORATION SYSTEM

21 187 9045

SOSID: 0587999
Date Filed: 7/6/2001 4:42 PM
Elaine F. Marshall
North Carolina Secretary of State

ARTICLES OF MERGER

of

Qualtag Engineering, Inc.
(A Wyoming corporation),
and

Fresh Tag Research & Manufacturing, Inc.
(A Wyoming corporation),
and

Transit Services, Inc.
(A California corporation)
with and into

Cox Technologies, Inc.
(A North Carolina corporation)

Cox Technologies, Inc., a North Carolina corporation (the "Surviving Corporation"), hereby submits these Articles of Merger for the purpose of merging Qualtag Engineering, Inc., a Wyoming corporation ("Qualtag"), Fresh Tag Research & Manufacturing, Inc., a Wyoming corporation ("Fresh Tag"), and Transit Services, Inc., a California corporation ("Transit"), (Qualtag, Fresh Tag and Transit, collectively, "Merging Corporations"), into the Surviving Corporation:

- I. The Plan of Merger attached hereto as "Exhibit A" has been duly authorized and approved by the Surviving Corporation in accordance with the North Carolina Business Corporation Act and has been duly authorized and approved by the Merging Corporations in accordance with the Wyoming and California Business Corporation Acts, all in the manner prescribed by law.
- II. The name and address of the place of business of the parties are:

Surviving Corporation:

Cox Technologies, Inc.
69 McAdenville Road
Belmont, North Carolina 28012

Merging Corporations:

Qualtag Engineering, Inc.
69 McAdenville Road
Belmont, North Carolina 28012

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Fresh Tag Research & Manufacturing, Inc.
69 McAdenville Road
Belmont, North Carolina 28012

Transit Services, Inc.
69 McAdenville Road
Belmont, North Carolina 28012

III. The name, address and county of the registered agent of the parties are:

Surviving Corporation:

Cox Technologies, Inc.
James L. Cox
69 McAdenville Road
Belmont, North Carolina 28012

Merging Corporations:

Qualtag Engineering, Inc.
Frank Hess
30 E. Simpson Street
P.O. Box 3394
Jackson, Wyoming 83001

Fresh Tag Research & Manufacturing, Inc.
Frank Hess
30 E. Simpson Street
P.O. Box 3394
Jackson, Wyoming 83001

Transit Services, Inc.
Nancy Jensen
2278 North Euclid Ave.
Upland, California 91784

IV. The Surviving Corporation irrevocably appoints the James L. Cox as agent for service of process. Documents may be forwarded to the Surviving Corporation at the following address:

Cox Technologies, Inc.
69 McAdenville Road
Belmont, North Carolina 28012

Copy to:

McGuire Woods LLP
 100 N. Tryon Street, Suite 2900
 Charlotte, North Carolina 28202
 Attn: Paul Porter, Esq.

- V. The Articles of Incorporation of the Surviving Corporation shall not be hereby amended.
- VI. The Plan of Merger has been approved by the Surviving Corporation and by the Merging Corporations in the manner required by law. Approval of the Boards of Directors and sole shareholder of the Merging Corporations and the Board of Directors of the Surviving Corporation was obtained as required by the provisions of the North Carolina Business Corporation Act and the California and Wyoming Business Corporation Acts.

The designation, number of outstanding shares and numbers of votes entitled to be cast by each voting group of the Merging Corporations entitled to vote separately on the plan is as follows:

Qualtag Engineering, Inc.

<u>Designation</u>	<u>Outstanding Shares</u>	<u>Number of Votes Entitled to be Cast</u>
Common Stock	123,200	123,200

Fresh Tag Research & Manufacturing, Inc.

<u>Designation</u>	<u>Outstanding Shares</u>	<u>Number of Votes Entitled to be Cast</u>
Common Stock	100	100

Transit Services, Inc.

<u>Designation</u>	<u>Outstanding Shares</u>	<u>Number of Votes Entitled to be Cast</u>
Common Stock	10,525	10,525

The total number of votes cast for and against the plan by each voting group of the Merging Corporations entitled to vote separately on the plan is as follows:

Qualtag Engineering, Inc.

<u>Voting Group</u>	<u>Number of Votes Cast For the Plan</u>	<u>Number of Votes Cast Against the Plan</u>
Common Stock	123,200	0

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C. T. CORPORATION SYSTEM

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Fresh Tag Research & Manufacturing, Inc.

<u>Voting Group</u>	<u>Number of Votes Cast For the Plan</u>	<u>Number of Votes Cast Against the Plan</u>
Common Stock	100	0

Transit Services, Inc.

<u>Voting Group</u>	<u>Number of Votes Cast For the Plan</u>	<u>Number of Votes Cast Against the Plan</u>
Common Stock	10,525	0

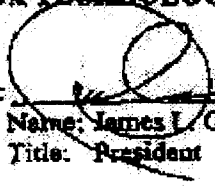
VII. The effective date and time of these Articles upon filing.

Merger shall be

[Remainder of Page Intentionally Blank]

This the 25th day of June, 2001.

COX TECHNOLOGIES, INC.

By: 
Name: James L. Cox
Title: President


Attest: 
Name: Jack G. Mason
Title: Secretary


QUALTAG ENGINEERING, INC.

By: 
Name: James L. Cox
Title: President


Attest: 
Name: Jack G. Mason
Title: Secretary


FRESH TAG RESEARCH & MANUFACTURING, INC.

By: 
Name: James L. Cox
Title: President

Attest: 
Name: Jack G. Mason
Title: Secretary

TRANSIT SERVICES, INC.

By: 
Name: James L. Cox
Title: President

Attest: 
Name: Jack G. Mason
Title: Secretary

72604

16-3844/1220

FULWIDER PATTON LEE & UTECHT, LLP
PATENT LAWYERS
200 OCEANGATE, STE. 1550 310-432-0453
LONG BEACH, CA 90802

DATE 10-30-2001

PAY TO THE ORDER OF COMMISSIONER FOR PATENTS AND TRADEMARKS \$290.00

DOLLARS

THE SUNSHINE



Mellon
1st Business Bank

SOUTHWESTERN OFFICE
SUNSHINE CENTER SUITE 111
TORRANCE, CALIFORNIA 90503

Jerry M. Lee

⑆072604⑆ ⑆122038442⑆ 0201602899⑆

FULWIDER PATTON
LEE & UTECHT, LLP

DETACH AND RETAIN THIS STATEMENT
THE ATTACHED CHECK IS IN PAYMENT OF ITEMS DESCRIBED BELOW.
IF NOT CORRECT PLEASE NOTIFY US PROMPTLY. NO RECEIPT DESIRED.

DELUXE FORM DVC-3 V-2

DATE	DESCRIPTION	AMOUNT
10-30-2001	TSI.45652 Recordation fees (transfer of Tm ownership) BK:SW	\$290.00

V-2