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

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

1. Name of conveying party(ies):
Crescent Resources Marketing Services, Inc.

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

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

2. Name and address of receiving party(ies)
Name: Crescent Resources Marketing Services, LLC
Internal
Address: c/o Crescent Resources, Inc., Member

Street Address: Post Office Box 1003
City: Charlotte State: NC Zip: 28201-1003

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other Limited Liability Corporation (DE)

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 12/31/2000

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) 76/123,497

Additional number(s) attached Yes No

B. Trademark Registration No.(s) 2,350,190

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Karl S. Sawyer Jr. Esq.

Internal Address: Kennedy Covington
Bank of America Corporate Center, Suite 4200

Street Address: 100 N. Tryon Street, Suite 420

City: Charlotte State: NC Zip: 28202-4006

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
18-1215 FEB 20 2001

DO NOT USE THIS SPACE

9. Signature.
Karl S. Sawyer Jr. January 28, 2001
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 4

03/06/2002 DBYRNE
01 FC:481
02 FC:482

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

TRADEMARK
REEL: 002455 FRAME: 0805

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"CRESCENT RESOURCES MARKETING SERVICES, INC.", A DELAWARE CORPORATION,

WITH AND INTO "CRESCENT RESOURCES MARKETING SERVICES, LLC" UNDER THE NAME OF "CRESCENT RESOURCES MARKETING SERVICES, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF DECEMBER, A.D. 2000, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2000, AT 11 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



3334470 8100M

001650867

Edward J. Freel, Secretary of State

AUTHENTICATION: 0883409

DATE: 12-28-00

TRADEMARK
REEL: 002455 FRAME: 0806

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 10:00 AM 12/26/2000
001650867 - 3334470

**STATE OF DELAWARE
CERTIFICATE OF MERGER OR CONSOLIDATION OF
DOMESTIC CORPORATION AND
LIMITED LIABILITY COMPANY**

Pursuant to Title 8, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned limited liability company executed the following Certificate of Merger:

FIRST: The name of the surviving limited liability company is Crescent Resources Marketing Services, LLC, a Delaware limited liability company, and the name of the corporation being merged into this surviving limited liability company is Crescent Resources Marketing Services, Inc., a domestic corporation.

SECOND: The Agreement of merger has been approved, adopted, certified, executed and acknowledged by the surviving limited liability company and the merging corporation.

THIRD: The name of the surviving limited liability company is Crescent Resources Marketing Services, LLC.

FOURTH: The merger became effective on December 31, 2000 at 11:00 p.m. (EST).

FIFTH: The Agreement of Merger is on file at 400 South Tryon Street, Suite 1300, Charlotte, North Carolina 28201-1003, the place of business of the surviving limited liability company.

SIXTH: A copy of the Agreement of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of the surviving limited liability company or stockholder of the merging corporation.

IN WITNESS WHEREOF, said Limited Liability Company has caused this certificate to be signed by an authorized officer, the 11th day of December, 2000.

BY: Robert S. Lillian

TITLE OF OFFICER: Robert S. Lillian, Authorized Person

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "CRESCENT RESOURCES MARKETING SERVICES, LLC" FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF DECEMBER, A.D. 2000, AT 2:15 O'CLOCK P.M.

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001644483



Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION: 0873239

DATE: 12-22-00