

06-10-2002

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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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):

Vantas Incorporated

6.5.02

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

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

2. Name and address of receiving party(ies)

Name: HQ Global Workplaces, Inc.

Internal Address: The Colonade Number III

Street Address: 15305 Dallas Parkway, Suite 1400

City: Addison State: TX Zip: 75001

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Delaware 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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: June 1, 2000

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,129,495

2,315,958

1,470,936

2,291,203

Additional number(s) attached Yes No

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

Name: Penny Simmons-Lennox

Internal Address: Testa, Hurwitz & Thibault, LLP

Street Address: 125 High Street

City: Boston State: MA Zip: 02110

6. Total number of applications and registrations involved:

9

7. Total fee (37 CFR 3.41) \$ 240.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

20-0531

(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.

Penny Simmons-Lennox

Name of Person Signing

Signature

May 22, 2002 Date

Total number of pages including cover sheet, attachments, and document: 9

06/07/2002 DBYRNE 00000218 2129495 01 FC:481 02 FC:482

40.00 OP documents to be recorded with required cover sheet information to: 200.00 OP Commission of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002521 FRAME: 0829

Continuation of Item 4.B. Trademark Registration Nos.

1,996,631

1,028,875

0,971,566

2,337,696

1,231,530

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:

"VANTAS INCORPORATED", A NEVADA CORPORATION, WITH AND INTO "HQ GLOBAL WORKPLACES, INC." UNDER THE NAME OF "HQ GLOBAL WORKPLACES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF JUNE, A.D. 2000, AT 3:16 O'CLOCK P.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

2758804 8100M

001275906

AUTHENTICATION: 0472533

DATE: 06-01-00

FROM RICHARDS, LAYTON & FINGER #10

(THU) 6. 1'00 15:34/ST. 15:33/NO. 4861878137 P 2

CERTIFICATE OF MERGER
OF
VANTAS INCORPORATED
INTO
HQ GLOBAL WORKPLACES, INC.

The undersigned corporation DOES HEREBY CERTIFY:

FIRST: That the names and states of incorporation of each of the constituent corporations of the merger are as follows:

NAME	STATE OF INCORPORATION
VANTAS Incorporated	Nevada
HQ Global Workplaces, Inc.	Delaware

SECOND: That an Agreement and Plan of Merger (the "Plan") between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is HQ Global Workplaces, Inc., a Delaware corporation.

FOURTH: That the Amended and Restated Certificate of Incorporation of HQ Global Workplaces, Inc., a Delaware corporation, which is the surviving corporation, shall continue in full force and effect as the Amended and Restated Certificate of Incorporation of the surviving corporation.

FIFTH: That the executed Plan is on file at the office of the surviving corporation, the address of which is 15950 N. Dallas Parkway, Suite 350, Dallas, TX 75248.

NYLIB17016161

STATE OF DELAWARE
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 FILED 03:16 PM 06/01/2000
 001275906 - 2758906

FROM RICHARDS, LAYTON & FINGER #10

(THU) 6. 1'00 15:34/ST. 15:33/NO. 4861878137 P 3

SIXTH: That a copy of the Plan will be furnished, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The authorized capital stock of VANTAS Incorporated is as follows:

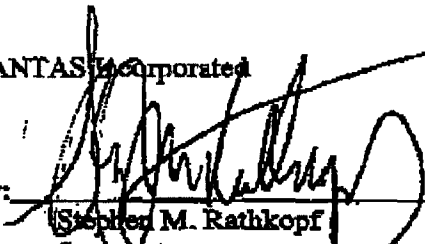
<u>Class</u>	<u>Number of Shares</u>	<u>Par Value</u>
Class A Common Stock	41,000,000	\$.01
Class B Common Stock	20,000,000	\$.01
Preferred Stock	31,000,000	\$.01

Dated: June 1, 2000

HQ Global Workplaces, Inc.

By: 
 J. B. Louis
 Vice President and General Counsel

VANTAS Incorporated

By: 
 Stephen M. Rathkopf
 Secretary

05/26/00 13:20 FAX 212 931 8001

FRONTLINE CAPITAL

002

FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

**ARTICLES OF MERGER
VANTAS INCORPORATED**

JUN 01 2000

INTO

No. 00-15-10
Dean Heller
DEAN HELLER, SECRETARY OF STATE

HQ GLOBAL WORKPLACES, INC.

FIRST: The name of the surviving entity is HQ Global Workplaces, Inc., and the place of its organization is the jurisdiction of Delaware, the laws of which permit this merger. The name and place of organization of the entity being merged into the surviving entity is VANTAS Incorporated, and the place of its organization is the jurisdiction of Nevada.

SECOND: A plan of merger (the "Plan") was adopted by each entity that is a party to this merger.

THIRD: The Plan was adopted by the written consent of a majority of the shareholders of HQ Global Workplaces, Inc., as follows:

The number of votes cast in favor of the Plan by the shareholders of HQ Global Workplaces, Inc. pursuant to the above-described written consent constituted 100% of the issued and outstanding voting common stock, which number was sufficient for approval of the Plan by such shareholders.

FOURTH: The plan of merger was adopted by the written consent of a majority of the shareholders of VANTAS Incorporated, as follows:

The number of votes cast in favor of the Plan by the shareholders of VANTAS Incorporated pursuant to the above-described written consent constituted 81% of the issued and outstanding voting common stock, which number was sufficient for approval of the Plan by such shareholders.

FIFTH: All entities party to this merger have complied with the laws of their respective jurisdictions of organization concerning this merger.

SIXTH: The executed Plan is on file at the office of HQ Global Workplaces, Inc., the address of which is 15950 N. Dallas Parkway, Suite 350, Dallas, TX 75248.

FRONTLINE CAPITAL

003

SEVENTH: HQ Global Workplaces, Inc. designates the following address as the address to which the Nevada Secretary of State is to mail any process served on him or her against the entity: 15950 N. Dallas Parkway, Suite 350, Dallas, TX 75248.

HQ Global Workplaces, Inc.

Gary M. Kusin
President

Jill B. Louis
General Counsel and Secretary

VANTAS Incorporated

David Rupert
President



Stephen M. Ratkepf
Secretary

SEVENTH. HQ Global Workplaces, Inc. designates the following address as the address to which the Nevada Secretary of State is to mail any process served on him or her against the entity. 15950 N. Dallas Parkway, Suite 350, Dallas, TX 75248.

HQ Global Workplaces, Inc.



Gary M. Kusin
President



Jill B. Lofis
General Counsel and Secretary

VANTAS Incorporated



David Rupert
President

Stephen M. Ratchkopf
Secretary



NR 06 02

STATE OF NEVADA
Secretary of State
I hereby certify that this is a
true and complete copy of the
document filed in this office

Dean Heller

DEAN HELLER - Secretary of State

[Signature]



RECORDATION FORM COVER SHEET TRADEMARKS ONLY

Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼ ▼

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1. Name of conveying party(ies):

Vantas Incorporated

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

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

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- Other _____
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- Change of Name

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

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(Designations must be a separate document from assignment)
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Internal Address: Testa, Hurwitz & Thibault, LLP

Street Address: 125 High Street

City: Boston State: MA Zip: 02110

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20-0531

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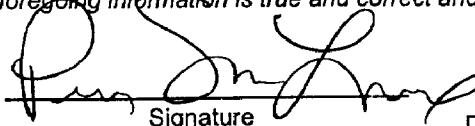
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Penny Simmons-Lennox

Name of Person Signing


Signature

May 22, 2002
Date

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

Continuation of Item 4.B. Trademark Registration Nos.

1,996,631

1,028,875

0,971,566

2,337,696

1,231,530

2407832_1

TESTA, HURWITZ & THIBEAULT, LLP

ATTORNEYS AT LAW

OFFICE (617) 248-7000

125 HIGH STREET
BOSTON, MASSACHUSETTS 02110-2704

FAX (617) 248-7100

Direct Dial (617) 310-8457

E-Mail simmonslennox@tht.com

May 23, 2002

Commissioner of Patents and Trademarks
BOX ASSIGNMENTS
Washington, D.C. 20231

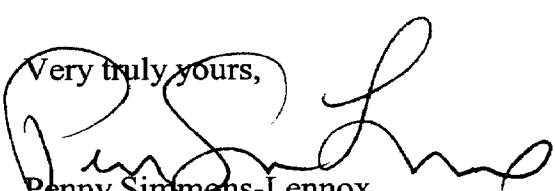
RE: BUSINESS CENTRAL, Our Ref. No.: HQG-644 (9025/2)
IMAGEPLUS, Our Ref. No.: HQG-631 (9025/2)
INTEROFFICE, Our Ref. No.: HQG-651 (9025/2)
NEXTSTEP, Our Ref. No.: HQG-630 (9025/2)
OFFICE ACCESS BUSINESS FACILITIES and Design, Our Ref. No.: HQG-650
(9025/2)
OFFICEPLUS, Our Ref. No.: HQG-654 (9025/2)
OFFICEAWAY, Our Ref. No.: HQG-655 (9025/2)
OFFICING WITHOUT LIMITS, Our Ref. No.: HQG-632 (9025/2)
TURN-KEY EXECUTIVE OFFICE SUITES, Our Ref. No.: HQG-643 (9025/2)

Sir or Madam:

Enclosed please find a Recordation Form Cover Sheet relating to a corporate merger for the above-referenced trademarks together with the filing fee in the amount of \$240.00. Any other payments should be deducted from our Deposit Account No. 20-0531. Two copies of this letter are enclosed for accounting purposes.

Please acknowledge the receipt of these documents by date-stamping the enclosed postcard and returning it to the undersigned.

Very truly yours,


Penny Simmons-Lennox

Enclosures

cc: Deborah J. Peckham, Esq. (w/o encl.)
Eva M. Marceau, Esq. (w/o encl.)
Julie Crisp (w/ encl.)

2408158_1

TRADEMARK
REEL: 002521 FRAME: 0840

TESTA, HURWITZ & THIBEAULT, LLP

ATTORNEYS AT LAW

OFFICE (617) 248-7000

125 HIGH STREET
BOSTON, MASSACHUSETTS 02110-2704

FAX (617) 248-7100

Direct Dial (617) 310-8457

E-Mail simmonslennox@tht.com

May 23, 2002

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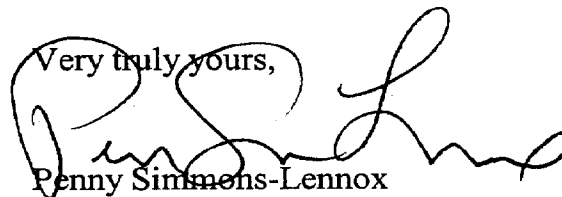
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Julie Crisp (w/ encl.)

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REEL: 002521 FRAME: 0841

TESTA, HURWITZ & THIBEAULT, LLP

ATTORNEYS AT LAW

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125 HIGH STREET
BOSTON, MASSACHUSETTS 02110-2704

FAX (617) 248-7100

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E-Mail simmonslennox@tth.com

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Eva M. Marceau, Esq. (w/o encl.)
Julie Crisp (w/ encl.)

2408158_1

RECORDED: 06/05/2002

TRADEMARK
REEL: 002521 FRAME: 0842