

FORM PTO-1618a

Expires 06/30/99  
OMB 0651-0027

Patent and Trademark Office  
TRADEMARK

# 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

New (Non-Recordation)

Resubmission  
Document ID#

Correction of PTO Error  
Reel #  Frame #

Corrective Document  
Reel #  Frame #

### Conveyance Type

Assignment  License

Security Agreement  Nunc Pro Tunc Assignment

Merger

Change of Name

Other

Effective Date

Month Day Year

11 03 1999

### Conveying Party

Mark if additional names of conveying parties attached

Name: HALTER MARINE GROUP, INC.

Execution Date

Month Day Year

11-03-1999

Formerly: \_\_\_\_\_

Individual  General Partnership  Limited Partnership  Corporation  Association

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Delaware

### Receiving Party

Mark if additional names of receiving parties attached

Name: FRIEDE GOLDMAN INTERNATIONAL, INC.

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 13085 INDUSTRIAL SEAWAY ROAD

Address (line 2) \_\_\_\_\_

Address (line 3) GULFPORT MISSISSIPPI 39503  
City State/Country Zip Code

Individual  General Partnership  Limited Partnership

Corporation

Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization MISSISSIPPI

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

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:  
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Page 2

U.S. Department of Commerce  
Patent and Trademark Office  
TRADEMARK

**Domestic Representative Name and Address**

Enter for the first Receiving Party only

Name: SCOTT OLSON, Esq.  
Address (line 1) Andrews & Kurth, L.L.P.  
Address (line 2) 600 TRAVIS, SUITE 4200  
Address (line 3) \_\_\_\_\_  
Address (line 4) Houston, TX 77002-2778  
City State/Country Zip Code

**Correspondent Name and Address**

Area Code and Telephone Number: 713/220-4200

Name: SCOTT OLSON  
Address (line 1) Andrews & Kurth, L.L.P.  
Address (line 2) 600 TRAVIS, SUITE 4200  
Address (line 3) \_\_\_\_\_  
Address (line 4) Houston, Texas 77002-2778  
City State/Country Zip Code

Pages Enter the total number of pages of the attached conveyance document # 3  
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)  
2,471,680

Number of Properties Enter the total number of Properties involved. # 1  
Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$40  
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: #50-0897 (88023)  
Authorization to charge additional fees: Yes  X  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.*

Theresa M. Evenbly  
Name of Person Signing

*Theresa M. Evenbly*  
Signature

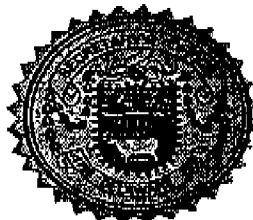
June 25, 2002  
Date Signed

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER OF "HALTER MARINE GROUP, INC.", FILED IN THIS OFFICE ON THE THIRD DAY OF NOVEMBER, A.D. 1999, AT 9 O'CLOCK A.M.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

2634888 8100

020405379

AUTHENTICATION: 1847846

DATE: ~~TRADE~~ MARK  
REEL: 002528 FRAME: 0290

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 11/03/1999  
991466317 - 2634888

## CERTIFICATE OF MERGER

**Merger of Halter Marine Group, Inc., a Delaware corporation,  
with and into  
Friede Goldman International Inc., a Mississippi corporation.**

Pursuant to the provisions of Section 252 of the Delaware General Corporation Law, the undersigned certifies as follows concerning the merger (the "Merger") of Halter Marine Group, Inc., a Delaware corporation, with and into Friede Goldman International Inc., a Mississippi corporation, with Friede Goldman International Inc. as the surviving corporation in the Merger (the "Surviving Corporation").

1. The Agreement and Plan of Merger dated as of June 1, 1999, as amended by Amendment No. 1 to Agreement and Plan of Merger dated as of September 14, 1999 (as amended, the "Merger Agreement"), has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the laws under which they are formed.

2. The Merger contemplated in the Merger Agreement and this Certificate of Merger will be effective immediately upon filing this Certificate of Merger with the Secretary of State of the State of Delaware.

3. The name of the Surviving Corporation shall be Friede Goldman International, Inc.

4. The Articles of Incorporation of Friede Goldman International, Inc., as amended pursuant to the Merger Agreement, shall be the Articles of Incorporation of the Surviving Corporation. The amendments to the Articles of Incorporation of the Surviving Corporation shall, among other things, effect the change of the name of the Surviving Corporation to Friede Goldman Halter, Inc.

5. The executed Merger Agreement is on file at the principal place of business of the Surviving Corporation, 13085 Industrial Seaway Road, Gulfport, Mississippi 39503.

6. A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of Halter Marine Group, Inc. or Friede Goldman International Inc.

7. The Surviving Corporation may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of Halter Marine Group, Inc. as well as for enforcement of any obligation of Friede Goldman International Inc. arising from the Merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General Corporation Law. The Surviving Corporation irrevocably appoints the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. A copy of such process shall be mailed by the Secretary of State of Delaware to Friede Goldman Halter, Inc., 13085 Industrial Seaway Road, Gulfport, Mississippi 39503, Attention: General Counsel, until the Surviving Corporation shall have hereafter designated in writing to the Secretary of State of Delaware a different address for such purpose.

**IN WITNESS WHEREOF**, Friede Goldman International Inc. has caused this Certificate to be signed by one of its duly authorized officers this 3rd day of November, 1999.

**FRIEDE GOLDMAN INTERNATIONAL INC.**

By:

  
\_\_\_\_\_  
J. L. Holloway  
*Chairman of the Board of Directors,  
President and Chief Executive Officer*

**IN THE UNITED STATES PATENT & TRADEMARK OFFICE**

<b>Registrant:</b>	<b>Friede Goldman Halter, Inc.</b>		
<b>Registration No.:</b>	<b>2.471.680</b>		
<b>Registration Date:</b>	<b>July 24, 2001</b>		
<b>Mark:</b>	<b>AMBASSADOR</b>	<b>Atty Docket No.</b>	<b>88023</b>

**CERTIFICATE OF FACSIMILE TRANSMISSION  
Under 37 CFR 1.8**

Date of Facsimile Transmission: August 15, 2002

I hereby certify that this correspondence containing:

1. Trademark Recordation Cover Sheet
2. Certificate of Merger document between Halter Marine Group, Inc. and Friede Goldman International, Inc. in which the surviving entity changes its name to Friede Goldman Halter, Inc.
3. No fees are believed to be due in this matter; however should any fees be necessary, the Commissioner is hereby authorized to charge Andrews & Kurth - Mayor, Day, & Caldwell, L.L.P., Deposit Account No. 50-0897 for any fees in connection with this Response or credit any overpayment in this matter.

is being transmitted by facsimile to the following number: (703) 306-5995 on the date indicated above.



Theresa M. Evenbly, CLAS  
Certified Legal Assistant

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<b>Submission Type</b>		<b>Conveyance Type</b>	
<input type="checkbox"/> New	(Non-Recordation)	<input type="checkbox"/> Assignment	<input type="checkbox"/> License
<input type="checkbox"/> Resubmission Document ID#		<input type="checkbox"/> Security Agreement	<input type="checkbox"/> Nunc Pro Tunc Assignment
<input type="checkbox"/> Correction of PTO Error Reel # <input type="text"/> Frame # <input type="text"/>		<input checked="" type="checkbox"/> Merger	
<input checked="" type="checkbox"/> Corrective Document Reel # <input type="text"/> Frame # <input type="text"/>		<input type="checkbox"/> Change of Name	
Correcting documents filed June 25, 2002		<input type="checkbox"/> Other	
			Effective Date Month Day Year <b>11 03 1999</b>

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<b>FORM PTO-1618B</b> Expires 06/30/99 OMB 0651-0027	Page 2	U.S. Department of Commerce Patent and Trademark Office <b>TRADEMARK</b>
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City
State/Country
Zip Code

**Correspondent Name and Address** Area Code and Telephone Number: 713/220-4200

Name: SCOTT OLSON

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*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) 2,471,680

Number of Properties 1 Enter the total number of Properties involved. # \_\_\_\_\_

Fee Amount \$40 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: #50-0897 (88023)

Authorization to charge additional fees: Yes  No

Statement and Signature

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Theresa M. Evenbly  
 Name of Person Signing Signature August 15, 2002  
Date Signed