

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
------------------	----------------

NATURE OF CONVEYANCE:	MERGER
-----------------------	--------

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
C.L.I. International, Inc.		09/24/2003	CORPORATION: FLORIDA

RECEIVING PARTY DATA	
Name:	Chem-Lease, Inc.
Street Address:	103 W. St. Johns Ave.
City:	Hastings
State/Country:	FLORIDA
Postal Code:	32145
Entity Type:	CORPORATION: FLORIDA

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	2621616	RIGHT STUFF

CORRESPONDENCE DATA	
Fax Number:	(386)238-7003
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	386-255-8171
Email:	akura@ccb.com
Correspondent Name:	Andrea M. Kurak, Esq.
Address Line 1:	150 Magnolia Avenue
Address Line 4:	Daytona Beach, FLORIDA 32114

NAME OF SUBMITTER:	Brenda L. Knott
--------------------	-----------------

Total Attachments: 4 source=1#page1.tif source=2#page1.tif source=3#page1.tif source=4#page1.tif

OP \$40.00 2621616

ARTICLES OF MERGER
(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, F.S.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>CHEM-LEASE INC.</u>	<u>Florida</u>	<u>J31735</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>C.L.I. INTERNATIONAL, INC.</u>	<u>Florida</u>	<u>P97000048563</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

03 OCT -8 AM 9:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

OR / / (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days in the future.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on _____

The Plan of Merger was adopted by the board of directors of the surviving corporation on

09/24/2003 and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on _____

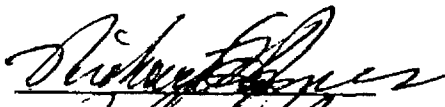
The Plan of Merger was adopted by the board of directors of the merging corporation(s) on

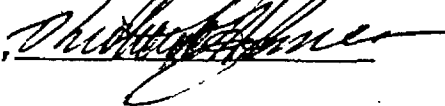
09/24/2003 and shareholder approval was not required.

(Attach additional sheets if necessary)

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation Signature Typed or Printed Name of Individual & Title

CHEM-LEASE INC.  Richard James, VP

C.L.I. INTERNATIONAL, INC.  Richard James, P

PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>CHEM-LEASE INC.</u>	<u>Florida</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>C.L.I. INTERNATIONAL, INC.</u>	<u>Florida</u>
_____	_____
_____	_____
_____	_____

Third: The terms and conditions of the merger are as follows:

Any and all assets, accounts, trademarks, or other things of value, including but not limited to the goodwill of C.L.I. INTERNATIONAL, INC. shall be merged into CHEM-LEASE INC., and any and all business of both companies shall now be conducted in the name of CHEM-LEASE INC.

Fourth: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows: The shareholders of C.L.I. INTERNATIONAL, INC. share hold the same ownership interest and shares interest in CHEM-LEASE INC. and there are no additional shareholders.

(Attach additional sheets if necessary)

The shareholders of CHEM-LEASE INC. shall be Richard James (1/3) Debra James (1/3) and Lynda Sanders (1/3), which is the same as C.L.I. INTERNATIONAL, INC. The ownership remains the same.

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached as an exhibit:

NOT APPLICABLE.

OR

Restated articles are attached:

NOT APPLICABLE.

Other provisions relating to the merger are as follows:

AS STATED.