

4-16-03 RECORDATION FC TRADEMA

06-19-2003



DEPARTMENT OF COMMERCE
Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please

102477568

thereof.

1. Name of conveying party(ies):
 National By-Products, Inc.

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

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

2. Name and address of receiving party(ies)
 Name: National By-Products, LLC

Internal Address: _____
 Street Address: 907 Walnut Street, Suite 400
 City: Des Moines State: Iowa Zip: 50303

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other Iowa limited liability company

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document form assignment)
 Additional name(s) & address(es) attached? Yes No

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

Execution Date: January 11, 2002

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 Additional numbers attached? Yes No

B. Trademark Registration No.(s)
 2,256,708 2,269,158
 1,522,385 1,748,758

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Michael G. Voorhees
 Internal Address: _____
 McKee, Voorhees & Sease PLC
 Street Address: _____
 801 Grand Avenue, Suite 3200
 City: Des Moines State: Iowa Zip: 50309

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41).....\$115.00
 Enclosed If the amount is insufficient please charge Deposit Acct. No. 26-0084. Authorized to be charged to deposit account

8. Deposit account number:
 (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 copy of the original document.

Michael G. Voorhees *Michael G. Voorhees* 6-9-03
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 5

06/18/2003 EDDOPER 00000039 2256708
 01 FC:8521

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

TRADEMARK
 REEL: 002758 FRAME: 0943

06/18/2003 EDDOPER 00000039 2256708
 4000 UP
 4000 UP
 7500 UP
 01 FC:8521
 02 FC:8522

**ARTICLES OF MERGER
OF
NATIONAL BY-PRODUCTS, INC.
WITH AND INTO
NAT BY, LLC**

SECRETARY OF STATE
IOWA
02 JAN 11 AM 11:22
259088-5
132104-NS

519811 MERG30 \$50.00 SFO 2

TO THE SECRETARY OF STATE
OF THE STATE OF IOWA:

Pursuant to Section 1105 of the Iowa Business Corporation Act and Section 1204 of the Iowa Limited Liability Company Act, Nat By, LLC, an Iowa limited liability company (the "Surviving Entity"), and National By-Products, Inc., an Iowa corporation (the "Merged Entity"), adopt the following Articles of Merger.

1. The Plan of Merger is attached hereto as Exhibit A and incorporated herein by this reference. The name of the Surviving Entity is changed to **National By-Products, LLC** upon consummation of the Merger.
2. The Plan of Merger was duly authorized and approved by the Surviving Entity and the Merged Entity as the two constituent entities to the Merger in accordance with Section 1203 of the Iowa Limited Liability Company Act.
3. Approval of the Merger by the members of the Surviving Entity was required. The designation, number of outstanding units, and number of votes entitled to be cast by each voting group entitled to vote separately on the Plan as to the Surviving Entity is as follows:

DESIGNATION OF GROUP	UNITS OUTSTANDING	VOTES ENTITLED TO BE CAST ON MERGER
Common Units	1	1

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

VOTING GROUP	VOTES FOR	VOTES AGAINST
Common Units	1	-0-

The number of votes cast for the Plan by each voting group was sufficient for approval by that voting group.



4. Approval of the Merger by the shareholders of the Merged Entity was required. The designation, number of outstanding shares, and number of votes entitled to be cast by each voting group entitled to vote separately on the Plan as to the Merged Entity is as follows:

DESIGNATION OF GROUP	SHARES OUTSTANDING	VOTED ENTITLED TO BE CAST ON MERGER
Common Stock	1,213,203	1,213,203

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

VOTING GROUP	VOTES FOR	VOTES AGAINST
Common Stock	974,517	102,787

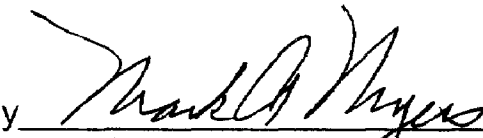
The number of votes cast for the Plan by each voting group was sufficient for approval by that voting group.

5. The effective date of this document is January 11, 2002 which is the Effective Time of the Merger.

NAT BY, LLC

By 
Mark A. Myers, President

NATIONAL BY-PRODUCTS, INC.

By 
Mark A. Myers, President

IOWA

No. W00294421
Date: 01/18/2002

SECRETARY OF STATE

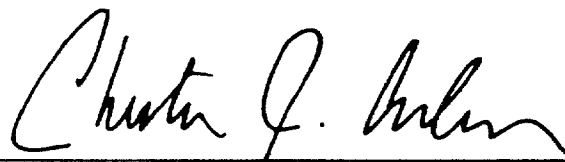
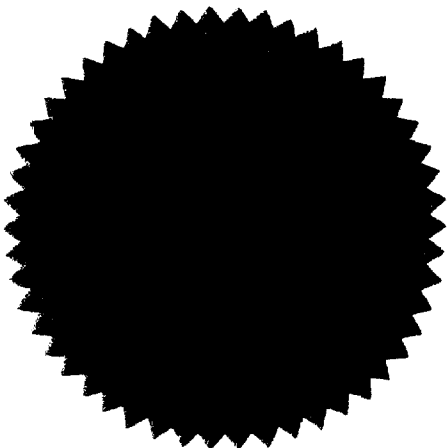
490DLC-000259088
NATIONAL BY-PRODUCTS, LLC

ACKNOWLEDGEMENT OF DOCUMENT FILED

The Secretary of State acknowledges receipt of the following document:
Articles of Merger

The document was filed on January 11, 2002, at 11:22 AM, to be effective as of January 11, 2002, at 11:22 AM.

The amount of \$50.00 was received in full payment of the filing fee.



CHESTER J. CULVER SECRETARY OF STATE



TRADEMARK

RECORDED: 06/16/2003

REEL: 002758 FRAME: 0946