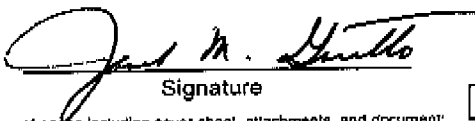


DOCUMENT ID NO.: 700063178

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| Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings ⇌ ⇌ ⇌ | RECORDATION FORM COVER SHEET TRADEMARKS ONLY | 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): GLS Corporation <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____ Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | 2. Name and address of receiving party(ies) Name: Great Lakes Synergy Corporation Internal Address: _____ Street Address: 723 Algonquin Road Arlington Heights City: _____ State: IL Zip: 60005 <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State Illinois <input type="checkbox"/> Other _____ <small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</small> | |
| 3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: December 16, 2003 | 4. Application number(s) or registration number(s): A. Trademark Application No.(s) 76/385273 _____ B. Trademark Registration No.(s) 2766682, 2766683, 2451734, 2380430, 2380423, 2506216, 2511419, 2479256, 1689042, 1449682 _____ Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| 5. Name and address of party to whom correspondence concerning document should be mailed: Name: Janet M. Garetto Internal Address: JENKENS & GILCHRIST _____ _____ Street Address: 225 W. Washington Street, Suite 2600 City: Chicago State: IL Zip: 60606 | 6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41): \$290 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account | |
| DO NOT USE THIS SPACE | | |
| 9. Signature. <div style="display: flex; justify-content: space-between;"> <div style="width: 30%;"> Janet M. Garetto Name of Person Signing </div> <div style="width: 30%; text-align: center;">  Signature </div> <div style="width: 30%; text-align: right;"> February 3, 2004 Date </div> </div> <div style="text-align: right; margin-top: 5px;"> 9 </div> | | |

CH \$290.00 100447 76386273

Total number of pages including cover sheet, attachments, and document: 9
 Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patent & Trademarks, Box Assignments
 Washington, D.C. 20231

01/29/2004
700063178

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|---|--|---|--|---|--|
| Form PTO-1594 (Rev. 10/02) OMB No. 0951-0027 (exp. 6/30/2005) | | RECORDATION FORM COVER SHEET TRADEMARKS ONLY | | 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): GLS CORPORATION <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____ Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | 2. Name and address of receiving party(ies) Name: GREAT LAKES SYNERGY CORPORATION Internal Address: _____ Street Address: 723 W. Algonquin Road Arlington Heights City: _____ State: IL Zip: 60005 <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State Illinois <input type="checkbox"/> Other _____ <small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment)</small> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | | |
| 3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: December 16, 2003 | | 4. Application number(s) or registration number(s): A. Trademark Application No.(s) 75/385273 _____ Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No B. Trademark Registration No.(s) 2766682, 2766683, 2451734, 2380430, 2380423, 2506216, 2511419, 2479255, 1689042, 1449682 _____ | | | |
| 5. Name and address of party to whom correspondence concerning document should be mailed: Name: Elizabeth Perdue Internal Address: JENKENS & GILCHRIST _____ _____ Street Address: 225 W. Washington Street Suite 2600 City: Chicago State: IL Zip: 60606 | | 6. Total number of applications and registrations involved: 11 7. Total fee (37 CFR 3.41) \$290.00 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: 100447 | | | |
| DO NOT USE THIS SPACE | | | | | |
| 9. Signature. Janet L. Miller <i>Janet L. Miller</i> 1/29/04 Name of Person Signing Signature Date <small>Total number of pages including cover sheet, attachments, and documents: 9</small> | | | | | |

Mail documents to be recorded with required cover sheet information to:
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FORM **BCA 10.30R** (rev. Dec. 2003)
**ARTICLES OF AMENDMENT
RESTATED ARTICLES
OF INCORPORATION**
Business Corporation Act

Jesse White, Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1832
http://www.cyberdriveillinois.com



Doc#: **0401339190**
Eugene "Gene" Moore Fee: \$38.50
Cook County Recorder of Deeds
Date: 01/13/2004 04:31 PM Pg: 1 of 8

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DEC 17 2003

JESSE WHITE
SECRETARY OF STATE

Remit payment in the form of a check or money order payable to the Secretary of State.

File # 2677-109-9

Filing Fee: \$150.00 Approved:

Submit in duplicate

Type or Print clearly in black ink

Do not write above this line

1. **CORPORATE NAME:** GLS Corporation (Note 1)

2. **MANNER OF ADOPTION OF AMENDMENT:**

The following amendment of the Articles of Incorporation was adopted on December 16
(Month & Day)
2003 in the manner indicated below. ("X" one box only)
(Year)

- By a majority of the incorporators, provided no directors were named in the articles of incorporation and no directors have been elected; (Note 2)
- By a majority of the board of directors, in accordance with Section 10.10, the corporation having issued no shares as of the time of adoption of this amendment; (Note 2)
- By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment; (Note 3)
- By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the articles of incorporation were voted in favor of the amendment; (Note 4)
- By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10; (Notes 4 & 5)
- By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment. (Note 5)

C-326

3(a) List all provisions of the restated articles of incorporation that amend the existing articles of incorporation:

A copy of the restated articles of incorporation reflecting all amendments to the existing articles of incorporation is attached as Exhibit A.

3(b) Text of the Restated Articles of Incorporation: (Note 6)
(Attach additional pages if extra space is needed.)

See Exhibit A for the text of the restated articles of incorporation.

4. The manner, if not set forth in Article 3b, in which any exchange, reclassification or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for or effected by this amendment, is as follows: *(If not applicable, insert "No change")*

As of the date of the filing of the restated articles, the holders of each issued and outstanding share of the corporation (each, an "Existing Share") will receive (a) 1 share of Class A Common Stock and (b) 100 shares of Class B Common Stock in exchange for each Existing Share and all Existing Shares shall be immediately cancelled by the corporation.

5. (a) The manner, if not set forth in Article 3b, in which said amendment effects a change in the amount of paid-in capital (Paid-in capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) is as follows: *(If not applicable, insert "No change")*

No change.

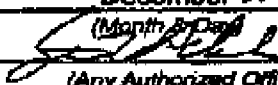
(b) The amount of paid-in capital (Paid-in Capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) as changed by this amendment is as follows: *(If not applicable, insert "No change")* (Note 7)

| | Before Amendment | After Amendment |
|-----------------|------------------|------------------|
| Paid-in Capital | \$ <u>11,291</u> | \$ <u>11,291</u> |

(Complete either item 6 or 7 below. All signatures must be in **BLACK INK.**)

6. The undersigned corporation has caused these articles to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true.

Dated December 16, 2003 GLS Corporation
(Month & Day) *(Year)* *(Exact Name of Corporation at date of execution)*


(Any Authorized Officer's Signature)
Steven L. Dehmlow, President
(Type or Print Name and Title)

7. If amendment is authorized pursuant to Section 10.10 by the incorporators, the incorporators must sign below, and type or print name and title.

OR

if amendment is authorized by the directors pursuant to Section 10.10 and there are no officers, then a majority of the directors or such directors as may be designated by the board, must sign below, and type or print name and title.

The undersigned affirms, under the penalties of perjury, that the facts stated herein are true.

Dated _____
(Month & Day) *(Year)*

**AMENDED & RESTATED
ARTICLES OF INCORPORATION
OF
GLS CORPORATION
(With Amendments and Restatements)**

Pursuant to the provisions of the Illinois Business Corporation Act, GLS Corporation, an Illinois corporation (the "Corporation"), hereby adopts these Restated Articles of Incorporation (the "Restated Articles"), which accurately reflect the original Articles of Incorporation and all amendments thereto that are in effect to date (collectively, the "Original Articles") and as further amended by such Restated Articles as hereinafter set forth and which contain no other change in any provision thereof.

ARTICLE ONE

The Corporation was incorporated in the State of Illinois on September 20, 1940 under the name Great Lakes Solvents, Inc. On January 3, 1961 the Articles of Incorporation were amended so that the name of the Corporation was changed to Great Lakes Terminal & Transport Corporation. On September 21, 1993 the Corporation amended the Articles of Incorporation to change its name to the current name of GLS Corporation. As of the date of filing of these Restated Articles, the registered office of the Corporation in the State of Illinois is 723 W. Algonquin Rd., Arlington Heights, Illinois 60005, County of Cook and the registered agent is Nancy Dehmlow.

ARTICLE TWO

The Original Articles of the Corporation are amended by these Restated Articles as follows:

- (a) *Article One* is amended by new *Article One* to change the name of the Corporation to Great Lakes Synergy Corporation;
- (b) *Article Two* is restated as new *Article Two* regarding the registered address and agent of the Corporation;
- (c) *Article Three* is restated as new *Article Three* regarding the perpetual duration of the Corporation;
- (d) *Article Four* is deleted in its entirety and amended and restated as new *Article Four* providing that the purpose or purposes of the Corporation is to engage in all acts and activities for which a corporation may be incorporated under the Business Corporation Act of the State of Illinois, as amended;
- (e) *Article Five* is deleted in its entirety and amended and restated as new *Article Five* to provide for two class of common stock of the Corporation with identical rights, privileges and preferences, except for voting;

(f) *Articles Six* is deleted in its entirety and amended and restated as new *Article Six* to provide for majority shareholder approval of certain significant corporate actions;

(g) *Article Seven* is deleted in its entirety and amended and restated as new *Article Seven* to provide for indemnification; and,

(h) *Article Eight* is deleted in its entirety.

ARTICLE THREE

Each such amendment, restatement and addition made by these Restated Articles has been effected in conformity with the provisions of the Illinois Business Corporation Act, and these Restated Articles and each such amendment, restatement and addition made by these Restated Articles were duly adopted and approved by the shareholders of the Corporation as of December ____, 2003.

ARTICLE FOUR

The number of shares of capital stock of the Corporation outstanding at the time of the adoption of the Restated Articles was 1112.912 shares of common stock. The number of shares entitled to vote on the Restated Articles was 1112.912 shares

ARTICLE FIVE

The holders of all of the issued and outstanding shares of common stock of the Corporation entitled to vote on the foregoing amendments unanimously approved and adopted the amendments.

ARTICLE SIX

The Original Articles are hereby superseded by the following Restated Articles, which accurately copy the entire text thereof as amended as set forth above:

[Remainder of page intentionally left blank.]

**AMENDED & RESTATED
ARTICLES OF INCORPORATION
OF
GREAT LAKES SYNERGY, INC.**

Article One
(Amended and Restated)

The name of the corporation is Great Lakes Synergy Corporation.

Article Two
(Restated)

The address of the corporation's registered office in the State of Illinois is 723 W. Algonquin Rd., Arlington Heights, Illinois 60005, County of Cook and the registered agent is Nancy Dehmlow.

Article Three
(Restated)

The duration of the corporation is: Perpetual.

Article Four
(Amended and Restated)

The purpose or purposes for which the corporation is organized are: To engage in any and all acts or activities for which a corporation may be incorporated under the Business Corporation Act of the State of Illinois, as amended.

Article Five
(Amended and Restated)

Paragraph 1: The aggregate number of shares which the corporation is authorized to issue is 505,000 divided into two (2) classes. The designation of each class, the number of shares of each class and the par value, if any, of the shares of each class are as follows:

| Class | Number of Shares Authorized | Par Value Per Share (if any) |
|----------------------|-----------------------------|------------------------------|
| Class A Common Stock | 5,000 | \$100.00 per share |
| Class B Common Stock | 500,000 | no par value per share |

Paragraph 2: The preferences, qualifications, limitations, restrictions and the special or relative rights in respect of the shares of each class are:

The two classes of common stock of the Corporation have identical preferences, qualifications, limitations, restrictions and rights except that, to the extent permitted under the

Business Corporation Act of the State of Illinois, the right to vote shall be vested exclusively in the holders of shares of Class A Common Stock. Each holder of Class A Common Stock shall have one vote for each share of Class A Common Stock held by him, her or it with respect to every matter coming before any meeting of, or otherwise acted upon by, the stockholders of the corporation including, without limitation, the election of the directors of the Corporation. If any matter requires the vote of the holders of the Class B Common Stock under the Business Corporation Act of the State of Illinois or other applicable law, then, with respect to such matter, each holder of Class B Common Stock shall have one vote for each share of Class B Common Stock held by him, her or it and the holders of the Class A Common Stock and Class B Common Stock shall vote together as a single class, except as to matters reserved by law for vote only by one class or the other.

Article Six
(Amended and Restated)

Each of the following matters when submitted to shareholder vote pursuant to the requirements of the Business Corporation Act of 1983, as amended from time to time, or any successor statute, shall require for its adoption, approval or authorization, as the case may be, the affirmative vote of the holders of at least a majority of the total outstanding shares entitled to vote on the matter and, if applicable, the affirmative vote of the holders of at least a majority of the outstanding shares entitled to vote on the matter:

- (a) A proposed amendment to these Articles of Incorporation;
- (b) A plan of merger, consolidation or exchange;
- (c) A sale, lease, exchange, or other disposition of all, or substantially all of, the property and assets, with or without the good will of the corporation, if not made in the usual and regular course of business, and the determination of, or authorization of the board of directors to determine, any or all of the terms and conditions thereof and the consideration to be received by the corporation therefor; and
- (d) A resolution to voluntarily dissolve the corporation.

Article Seven
(Amended and Restated)

No director of the corporation shall be liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director, except for liability; (i) for any breach of the director's duty of loyalty to the corporation or its shareholders; (ii) for acts and omissions not in good faith or that involve intentional misconduct or a knowing violation of law; (iii) under Section 8.65 of the Business Corporation Act of the State of Illinois or any successor provision; or (iv) for any transaction from which the director derived an improper personal benefit. Any repeal or modification of this Article Seven shall not adversely affect any right or protection of a director of

the corporation existing under these articles of incorporation with respect to any act or omission occurring prior to such repeal or modification.