



08-26-2003



CPA2452

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ET U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

102534690 TRADEMARKS ONLY

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Pacific Engineering & Production Co. of Nevada 8-20-03 [ ] Individual(s) [ ] Association [ ] General Partnership [ ] Limited Partnership [x] Corporation-State [ ] Other Nevada Additional name(s) of conveying party(ies) attached? [ ] Yes [x] No

2. Name and address of receiving party(ies) Name: Ampac Development Company Internal Address: 3770 Howard Hughes Parkway Suite 300, Las Vegas, Nevada 89109 [ ] Individual(s) citizenship [ ] Association [ ] General Partnership [ ] Limited Partnership [x] Corporation-State Nevada [ ] Other If assignee is not domiciled in the United States, a domestic representative designation is attached: [ ] Yes [x] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [ ] Yes [x] No

3. Nature of conveyance: [ ] Assignment [x] Merger [ ] Security Agreement [ ] Change of Name [ ] Other Execution Date: 9/10/97

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1245101 1,245,101 - ODOR MASTER Additional number(s) attached [ ] Yes [x] No

6. Total number of applications and registrations involved: 1

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Ronald E. Shapiro Internal Address: Vorys, Sater, Seymour and Pease LLP Street Address: 1828 L Street, NW, Eleventh Floor City: Washington State: DC Zip: 20036

7. Total fee (37 CFR 3.41) \$ 40.00 [x] Enclosed [ ] Authorized to be charged to deposit account 8. Deposit account number: 22-0585

9. Signature. 40.00 OP Ronald E. Shapiro Name of Person Signing

DO NOT USE THIS SPACE Signature: [Signature] Date: August 20, 2003 Total number of pages including cover sheet, attachments, and document: 6

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

**AFTER FILING RETURN TO:**

C. Keith Rooker, Esq.  
ROOKER & GIBSON  
3770 Howard Hughes Parkway, Suite 360  
Las Vegas, Nevada 89109  
Telephone: (702) 794-4504

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

SEP 15 1997  
No. 03277-83  
*Dean Heller*  
DEAN HELLER, SECRETARY OF STATE

**ARTICLES OF MERGER**

OF

**PACIFIC ENGINEERING & PRODUCTION CO. OF NEVADA, a Nevada corporation**

INTO

**AMPAC DEVELOPMENT COMPANY, a Nevada corporation**

Pursuant to the provisions of Section 78-458 of the Nevada Revised Statutes, the undersigned corporations hereby adopt the following Articles of Merger for the purpose of merging PACIFIC ENGINEERING & PRODUCTION CO. OF NEVADA, a Nevada corporation (sometimes herein referred to as the "Disappearing Corporation"), with and into AMPAC DEVELOPMENT COMPANY, a Nevada corporation (sometimes herein referred to as the "Surviving Corporation"):

**FIRST:** A Plan of Merger and Merger Agreement (the "Merger Agreement"), dated September 8, 1997, entered into by and between the Surviving Corporation and the Disappearing Corporation has been adopted by the Boards of Directors of the Surviving and Disappearing Corporations.

**SECOND:** By resolutions duly adopted by the sole stockholder of the Surviving Corporation and sole stockholder of the Disappearing Corporation pursuant to Section 78.320 of the Nevada Revised Statutes, both dated September 9, 1997, the Merger Agreement was approved by the unanimous consent of the stockholders of the Surviving and Disappearing Corporations.

**THIRD:** There shall be no amendments to the Articles of Incorporation of the Surviving Corporation.

**FOURTH:** The complete executed Merger Agreement is on file at the registered office of the Surviving Corporation, the address of which is as follows:

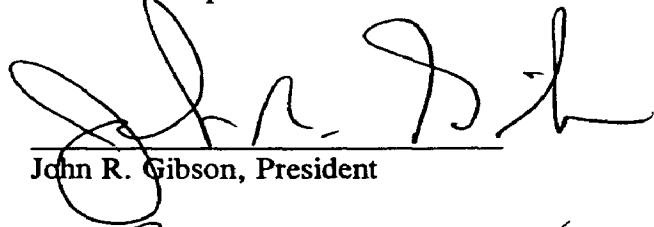
3770 Howard Hughes Parkway, Suite 300  
Las Vegas, Nevada 89109

**FIFTH:** A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of the Surviving Corporation or the Disappearing Corporation.

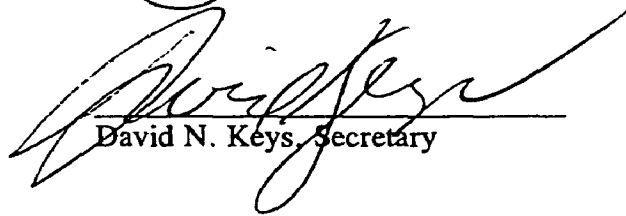
EXECUTED this 10th day of September, 1997.

"Surviving Corporation"

AMPAC DEVELOPMENT COMPANY,  
a Nevada corporation



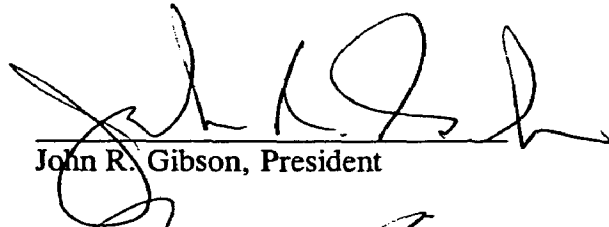
John R. Gibson, President



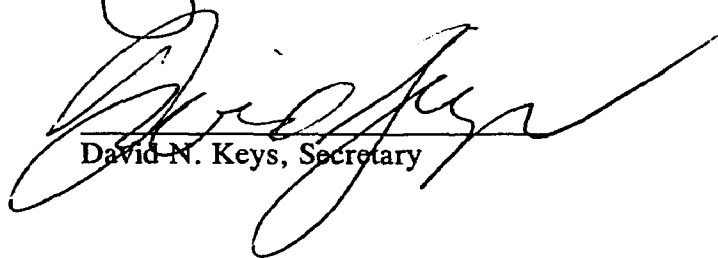
David N. Keys, Secretary

"Disappearing Corporation"

PACIFIC ENGINEERING &  
PRODUCTION CO. OF NEVADA,  
a Nevada corporation



John R. Gibson, President

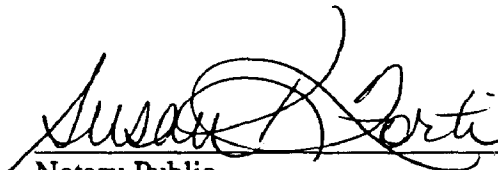


David N. Keys, Secretary

ACKNOWLEDGEMENT OF SIGNATURES OF OFFICERS  
OF THE SURVIVING CORPORATION

STATE OF NEVADA )  
 ) ss.  
COUNTY OF CLARK )


On the 10th day of September, 1997, personally appeared before me, a notary public, John R. Gibson, personally known (or proved) to me to be the person whose name is subscribed to the above instrument who acknowledged that he executed the instrument.

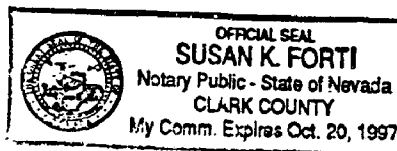
  
Notary Public



STATE OF NEVADA )  
 ) ss.  
COUNTY OF CLARK )

On the 10th day of September, 1997, personally appeared before me, a notary public, David N. Keys, personally known (or proved) to me to be the person whose name is subscribed to the above instrument who acknowledged that he executed the instrument.

  
Notary Public



ACKNOWLEDGEMENT OF SIGNATURES OF OFFICERS  
OF THE DISAPPEARING CORPORATION

STATE OF NEVADA )  
 ) ss.  
COUNTY OF CLARK )

On the 10th day of September, 1997, personally appeared before me, a notary public, John R. Gibson, personally known (or proved) to me to be the person whose name is subscribed to the above instrument who acknowledged that he executed the instrument.

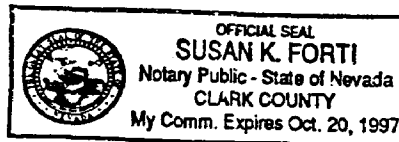
*Susan K. Forti*  
Notary Public



STATE OF NEVADA )  
 ) ss.  
COUNTY OF CLARK )

On the 10th day of September, 1997, personally appeared before me, a notary public, David N. Keys, personally known (or proved) to me to be the person whose name is subscribed to the above instrument who acknowledged that he executed the instrument.

*Susan K. Forti*  
Notary Public



STATE OF NEVADA )  
 ) ss.  
COUNTY OF CLARK )

STATE OF NEVADA )  
 ) ss.  
COUNTY OF CLARK )

**STATE OF NEVADA  
Secretary of State**

I hereby certify that this is a true and complete copy of the document as filed in this office.

SEP 16 '97

*Dean Heller*

**DEAN HELLER  
Secretary of State**

By *D. J. [Signature]*