

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	MERGER
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Baylor Company		12/13/1996	CORPORATION: TEXAS

RECEIVING PARTY DATA	
Name:	Elmagco, Inc.
Street Address:	11615 North Houston Rosslyn Road
City:	Houston
State/Country:	TEXAS
Postal Code:	77085
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	2212090	ELMAGCO

CORRESPONDENCE DATA	
Fax Number:	(713)238-8008
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	713-238-8000
Email:	TMHou@conleyrose.com
Correspondent Name:	Conley Rose, P.C.
Address Line 1:	P.O. Box 3267
Address Line 4:	Houston, TEXAS 77253-3267

ATTORNEY DOCKET NUMBER:	1020-19900
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NAME OF SUBMITTER:	Gregory L. Maag
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Total Attachments: 4
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CH \$40.00 2212090

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Geoffrey S. Connor
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

BAYLOR COMPANY
Filing Number: 113340000

Articles Of Merger

December 23, 1996

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on September 30, 2004.



A handwritten signature in black ink, appearing to read "G. Connor".

Secretary of State

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FILED
In the Office of the
Secretary of State of Texas
DEC 23 1996
Corporations Section

ARTICLES OF MERGER

Pursuant to the provisions of Article 5.16 of the Texas Business Corporation Act, the undersigned corporation adopts the following Articles of Merger for the purpose of merging Baylor Company (the "Subsidiary") into Elmagco, Inc. (the "Parent").

ARTICLE I.

The Subsidiary is incorporated pursuant to the laws of the State of Texas and the Parent is incorporated pursuant to the laws of the State of Delaware.

ARTICLE II.

The Subsidiary has 1,000 outstanding shares of common stock all of which is owned by the Parent

ARTICLE III.

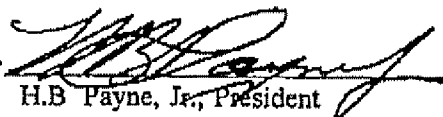
The resolutions adopted by the Board of Directors of the Parent approving the merger are attached as Exhibit "A", and were adopted on December 9, 1996.

ARTICLE IV.

The registered office of the Parent in Delaware is 1209 Orange Street, Wilmington, New Castle County, Delaware 19801.

DATED as of the 13 day of Dec, 1996

ELMAGCO, INC

By: 
H.B. Payne, Jr., President

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Exhibit "A"

**RESOLUTIONS ADOPTED BY THE BOARD OF DIRECTORS OF
ELMAGCO, INC.**

December 9, 1996

WHEREAS, the Board of Directors deems it to be in the best interests of Elmagco, Inc. (the "Parent") and its shareholders to merge Baylor Company (the "Subsidiary Corporation"), a Texas corporation, with and into Parent Corporation.

RESOLVED, THEREFORE, that Parent Corporation merge into itself Subsidiary Corporation, and assume all of Subsidiary Corporation's obligations;

FURTHER RESOLVED, that the appropriate officers of Parent Corporation be and hereby are directed to make, execute, acknowledge and file a certificate of ownership and merger and to execute such further documents and to take such further actions as may be necessary or appropriate to effect the merger of Subsidiary Corporation into Parent Corporation

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TEXAS COMPTROLLER OF PUBLIC ACCOUNTS

JOHN SHARP • COMPTROLLER • AUSTIN, TEXAS 78774

CERTIFICATION OF ACCOUNT STATUS

THE STATE OF TEXAS

COUNTY OF TRAVIS

I, John Sharp, Comptroller of Public Accounts of the State of Texas, DO HEREBY CERTIFY that according to the current records of this office

BAYLOR COMPANY

is out of business, that all required reports for taxes administered by the Comptroller have been filed and that the taxes due on those reports have been paid. This certificate may be used for the purpose of dissolution, merger or withdrawal with the Texas Secretary of State.

This certificate is valid through DECEMBER 31, 1996.

GIVEN UNDER MY HAND AND
SEAL OF OFFICE in the
City of Austin, this
20TH day of DECEMBER, 1996 A.D.

A handwritten signature in cursive script that reads "John Sharp".

JOHN SHARP
Comptroller of Public Accounts

Charter/C.O.A. number: 011334000-0