

**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            |
|------------------------------|----------|----------------|------------------------|
| BULLET FREIGHT SYSTEMS, INC. |          | 12/12/2001     | CORPORATION: WISCONSIN |

**RECEIVING PARTY DATA**

|                 |                              |
|-----------------|------------------------------|
| Name:           | BULLET FREIGHT SYSTEMS, INC. |
| Street Address: | 721 East Ball Road           |
| City:           | Anaheim                      |
| State/Country:  | CALIFORNIA                   |
| Postal Code:    | 92705                        |
| Entity Type:    | CORPORATION: CALIFORNIA      |

**PROPERTY NUMBERS Total: 2**

| Property Type        | Number  | Word Mark                    |
|----------------------|---------|------------------------------|
| Registration Number: | 2068504 | BULLET FREIGHT SYSTEMS, INC. |
| Registration Number: | 2234564 | BULLET LOGISTICS             |

**CORRESPONDENCE DATA**

Fax Number: (949)760-9502  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 949-760-0404  
 Email: efilings@kmob.com  
 Correspondent Name: Knobbe, Martens, Olson & Bear, LLP  
 Address Line 1: 2040 Main Street, Fourteenth Floor  
 Address Line 4: Irvine, CALIFORNIA 92614

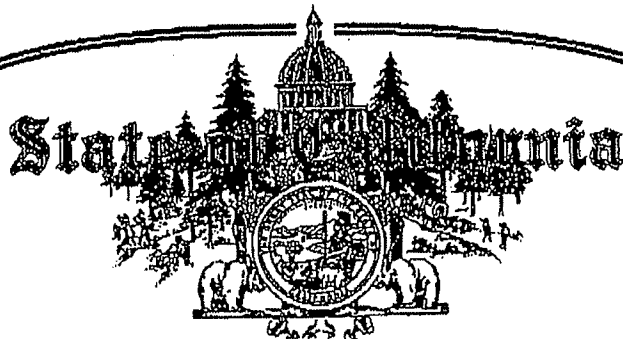
|                         |                   |
|-------------------------|-------------------|
| ATTORNEY DOCKET NUMBER: | BULLET.003T/004T  |
| NAME OF SUBMITTER:      | Stacey R. Halpern |

Total Attachments: 3  
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**CH \$65.00 2068504**



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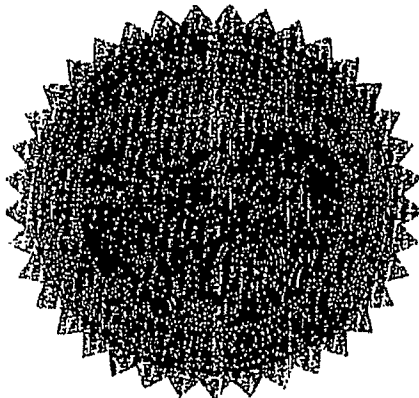
SECRETARY OF STATE

I, *Kevin Shelley*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 3 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

*IN WITNESS WHEREOF*, I execute this certificate and affix the Great Seal of the State of California this day of

MAR 27 2004



*Kevin Shelley*  
Secretary of State

A0609408

**ENDORSED - FILED**  
in the office of the Secretary of State  
of the State of California

MAR 22 2004

AGREEMENT OF MERGER

**KEVIN SHELLEY**  
Secretary of State


This Agreement of Merger is entered into between Bullet Freight Systems, Inc. of California, a California corporation, (herein "Surviving Corporation") and Bullet Freight Systems, Inc., a Wisconsin corporation, (herein "Merging Corporation")

1. Merging Corporation shall be merged into Surviving Corporation
2. Each outstanding share of Merging Corporation shall be converted to ten thousand (10,000) shares of Surviving Corporation.
3. The outstanding shares of Surviving Corporation shall remain outstanding and are not affected by the merger.
4. Merging Corporation shall from time to time, as and when requested by Surviving Corporation, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this merger
5. The effect of the merger and the effective date of the merger are as prescribed by law.


IN WITNESS WHEREOF the parties have executed this Agreement

BULLET FREIGHT SYSTEMS, INC. OF CALIFORNIA

DATED: December 12, 2001


By:   
Dana Del Francia, President

DATED: December 12, 2001

By:   
Scott Sawicki, Secretary

BULLET FREIGHT SYSTEMS, INC

DATED: December 12, 2001

By:   
Dana Del Francia, President

DATED: December 12, 2001

By:   
Scott Sawicki, Secretary

CERTIFICATE OF APPROVAL OF AGREEMENT OF MERGER

Dana Del Francia and Scott Sawicki certify that:

1. They are the president and secretary, respectively, of Bullet Freight Systems, Inc. of California, a California corporation.
2. The Agreement of Merger in the form attached was duly approved by the board of directors and shareholders of the corporation.
3. The shareholder approval was by the holders of 100% of the outstanding shares of the corporation.
4. There is only one class of shares and the number of shares outstanding is seven million two hundred thousand (7,200,000).

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge

DATED: December 12, 2001 By: *Dana Del Francia*  
Dana Del Francia, President

DATED: December 12, 2001 By: *Scott Sawicki*  
Scott Sawicki, Secretary

