

07-23-2004

DEPARTMENT OF COMMERCE  
Trademark Office

RECORDATION  
TRADEMARK



102797405

7-20-04

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

1. Name of conveying party(ies): Flash Technology Corporation of America

- Individual(s)
- General Partnership
- Corporation of Tennessee
- Other
- Association
- Limited Partnership

Date of execution of attached Document: December 26, 2001

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

2. Name and address of receiving party(ies):

Name: ATC Tower Services, Inc.

Address: 116 Huntington Avenue

City: Boston State/Country: MA ZIP: 02116

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation New Mexico
- Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration Number(s): 2,665,658

C. Additional numbers attached?  Yes  No.

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: John H. Weber  
Internal Address: BAKER & HOSTETLER LLP  
Washington Square, Suite 1100  
1050 Connecticut Avenue, N.W.  
Washington, D.C. 20036-5304

6. Total number of applications and registrations involved:..... 1

7. Total fee (37 CFR 3.41)..... \$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 50-2036

Atty. Dkt. No.: 87326.00045

(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 true copy of the original document.

John H. Weber  
Name of Person Signing

July 20, 2004  
Date

07/22/2004 LMUELLER 00000110 2665658

01 FC:8521

40.00 BP

Total number of pages comprising cover sheet:

ARTICLES OF MERGER

OF

FLASH TECHNOLOGY CORPORATION OF AMERICA

OF THE STATE OF TENNESSEE

AND

MODERN TECHNICAL SERVICE, INC.

OF THE STATE OF TENNESSEE

AND

ATC TOWER SERVICES, INC.

To the Secretary of State  
State of Tennessee

Pursuant to the provisions of the Tennessee Business Corporation Act, the domestic business corporations and the foreign business corporation herein named do hereby adopt the following articles of merger:

1. The names of the constituent corporations are Flash Technology Corporation of America ("Flash"), which is a business corporation organized under the laws of the State of Tennessee, Modern Technical Service, Inc. ("Modern"), which is a business corporation organized under the laws of the State of Tennessee, and ATC Tower Services, Inc. ("Tower"), which is a business corporation organized under the laws of the State of New Mexico.

2. Annexed hereto and made a part hereof is the Plan of Merger for merging Flash and Modern with and into Tower as approved by resolution adopted by the Board of Directors of Flash on December 26, 2001, by resolution adopted by the Board of Directors of Modern on December 26, 2001 and by resolution adopted by the Board of Directors of Tower on December 26, 2001.

3. All of the shareholders of Flash entitled to vote on the aforesaid Plan of Merger consented to taking such action without a meeting, and the holders of the number of shares of the corporation that would be necessary to authorize or take such action at a meeting of the shareholders of the corporation duly approved and adopted the aforesaid Plan of Merger without a meeting of said shareholders on written consent signed by them on December 26, 2001 in accordance with the provisions of Section 48-17-104 of the Tennessee Business Corporation Act.

4. All of the shareholders of Modern entitled to vote on the aforesaid Plan of Merger consented to taking such action without a meeting, and the holders of the number of shares of the corporation that would be necessary to authorize or take such action at a meeting of the shareholders of the corporation duly approved and adopted the aforesaid Plan of Merger without a meeting of said shareholders on written consent signed by them on December 26, 2001 in accordance with the provisions of Section 48-17-104 of the Tennessee Business Corporation Act.

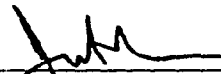
5. The merger of Flash and Modern with and into Tower is permitted by the laws of the jurisdiction of organization of Tower and has been authorized in compliance with said laws.

6. Tower will continue its existence as the surviving corporation under its present name pursuant to the provisions of the laws of the jurisdiction of its organization.


7. The effective time and date of the merger herein provided for in the State of Tennessee shall be 11:59 pm on December 31, 2001.

Executed on December 26, 2001


FLASH TECHNOLOGY CORPORATION  
OF AMERICA

By:   
Name: Justin D. Benincasa  
Title: Vice President

MODERN TECHNICAL SERVICE, INC.

By:   
Name: Justin D. Benincasa  
Title: Vice President

ATC TOWER SERVICES, INC.

By:   
Name: Justin D. Benincasa  
Title: Vice President



6. The Plan of Merger herein made and approved shall be submitted to the shareholders of the terminating corporations for their approval or rejection in the manner prescribed by the provisions of the New York Business Corporation Law and of the Tennessee Business Corporation Act and to the shareholders of the surviving corporation for their approval or rejection in the manner prescribed by the provisions of the Business Corporation Act of the State of New Mexico.

7. In the event that the merger of the terminating corporations with and into the surviving corporation shall have been fully authorized in accordance with the provisions of the New York Business Corporation Law, in accordance with the Tennessee Business Corporation Act, and in accordance with the Business Corporation Act of the State of New Mexico, the terminating corporations and the surviving corporation hereby stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of New York, of the State of Tennessee and of the State of New Mexico, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

8. The Board of Directors and the proper officers of the terminating corporations and of the surviving corporation, respectively, are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

9. The effective date of the merger herein provided for shall be December 31, 2001 at 11:59 pm.

ISSUANCE DATE: 07/14/2004  
REQUEST NUMBER: 04196128A

**Secretary of State**  
Division of Business Services  
312 Eighth Avenue North  
6th Floor, William R. Snodgrass Tower  
Nashville, Tennessee 37243

CHARTER/QUALIFICATION DATE: 11/21/1989  
STATUS: MERGED  
CORPORATE EXPIRATION DATE: PERPETUAL  
CONTROL NUMBER: 0222391  
JURISDICTION: TENNESSEE

TO:  
CFS  
8161 HIGHWAY 100  
#172  
NASHVILLE, TN 37221

REQUESTED BY:  
CFS  
8161 HIGHWAY 100  
#172  
NASHVILLE, TN 37221

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

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"FLASH TECHNOLOGY CORPORATION OF AMERICA"  
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WAS INCORPORATED OR QUALIFIED TO DO BUSINESS IN THE STATE OF TENNESSEE ON THE ABOVE DATE, AND THAT THE ATTACHED DOCUMENT(S) WAS/WERE FILED IN OFFICE ON THE DATE(S) AS BELOW INDICATED:

REFERENCE NUMBER	DATE FILED	FILING TYPE	FILING ACTION										
			NAM	DUR	STK	PRN	OFC	AGT	INC	MAL	FYC		
4378-0167	12/28/2001	MERGER											

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FOR: REQUEST FOR COPIES

ON DATE: 07/14/04

FEEES

RECEIVED: \$100.00 \$0.00  
TOTAL PAYMENT RECEIVED: \$100.00

FROM:  
CFS  
8161 HIGHWAY 100  
#172  
NASHVILLE, TN 37221-0000

RECEIPT NUMBER: 00003553297  
ACCOUNT NUMBER: 00101230



SS-4458

RILEY C. DARNELL  
SECRETARY OF STATE

RECORDED: 07/20/2004

TRADEMARK  
REEL: 003011 FRAME: 0765