

8/5/04

08-09-2004

Form TO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings



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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):

CellXion, Inc.

- Individual(s) Association General Partnership Limited Partnership Corporation-State

Other Corrected Assignment previously recorded at Reel 002862, Frame 0739. (See attached)

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

2. Name and address of receiving party(ies)

Name: CellXion, LLC

Internal Address:

Street Address: 2090 Stockwell Road

City: Shreveport State: LA Zip: 71111

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Delaware 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

Execution Date: 1/14/99

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,178,576

2,243,677 2,333,583

Additional number(s) attached Yes No

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

Name: George A. Smith, Jr.

Internal Address:

Street Address: HOWSON AND HOWSON Spring House Corporate Center, Box 457

City: Spring House State: PA Zip: 19477

6. Total number of applications and registrations involved:

3

7. Total fee (37 CFR 3.41) \$ 90.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

08-3040

DO NOT USE THIS SPACE

9. Signature.

George A. Smith, Jr.

Name of Person Signing

Signature

08/03/04

Date

08/06/2004 BYRNE

0000049 2178576

Total number of pages including cover sheet, attachments, and document: 9

01 FC:8521 02 FC:8522

40.00 DP 50.00 DP

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

TRADEMARK REEL: 003022 FRAME: 0968

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11/6/03 Date

Total number of pages including cover sheet, attachments, and document: 7

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**CERTIFICATE OF MERGER
OF
CellXion, Inc.
WITH AND INTO
CellXion, LLC**

EFFECTIVE AS OF JANUARY 14, 1999

**(UNDER SECTION 264 OF THE GENERAL
CORPORATION LAW OF DELAWARE AND
SECTION 18-209 OF THE DELAWARE
LIMITED LIABILITY COMPANY ACT)**

CellXion, LLC, a Delaware limited liability company, hereby certifies that:

I.

The name and state or jurisdiction of incorporation of each of the constituent entities is as follows:

<u>Name</u>	<u>State of Incorporation/Organization</u>
CellXion, Inc.	Delaware
CellXion, LLC	Delaware

II.

An agreement of merger (captioned "Agreement of Merger"), effective January 14, 1999, has been approved, adopted, certified, executed and acknowledged by each of CellXion, Inc. and CellXion, LLC in accordance with the provisions of Section 264 of the General Corporation Law of Delaware and Section 18-209 of the Delaware Limited Liability Company Act.

III.

The name of the surviving corporation is CellXion, LLC. The surviving entity is a limited liability company of Delaware.

IV.

The Certificate of Formation of CellXion, LLC shall be the Certificate of Formation of the surviving entity.

V.

The executed Agreement of Merger is on file at the principal place of business of CellXion, LLC. The address of the principal place of business of CellXion, LLC is 2090 Stockwell Road, Shreveport, Louisiana 71111.

VI.

A copy of the Agreement of Merger will be furnished by CellXion, LLC, on request and without cost, to stockholders of CellXion, Inc. or to any Member of CellXion, LLC.

VII.

The registered agent and address of the registered agent of CellXion, LLC is Capital Services, Inc., 9 East Lockerman Street, Suite 214, The City of Dover, County of Kent, Delaware 19901.

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, CellXion, LLC has caused this Certificate of Merger to be executed by the undersigned officer as of the 14th day of January, 1999.

CELLXION, LLC

By: /s/ Steven Lewis Schoonover

Name: Steven Lewis Schoonover

Title: Managing Member

DALLAS:209859.2

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"CELLXION, INC.", A DELAWARE CORPORATION,

WITH AND INTO "CELLXION, LLC" UNDER THE NAME OF "CELLXION, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTEENTH DAY OF JANUARY, A.D. 1999, AT 11 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



2993086 8100M

991016378

A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 9522944

DATE: 01-14-99