

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/26/2004

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
New York Truck Leasing	FORMERLY Mystic Transportation Inc.	05/26/2004	CORPORATION:

RECEIVING PARTY DATA

Name:	Mystic Tank Lines Corp.
Street Address:	19-01 Steinway Street
City:	Astoria
State/Country:	NEW YORK
Postal Code:	11105
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1967650	MYSTIC TRANSPORTATION INC. PETROLEUM TRANSPORTERS

CORRESPONDENCE DATA

Fax Number: (302)397-2828
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 2155573550
 Email: rspelman@ciardilaw.com
 Correspondent Name: Rosalie L. Spelman
 Address Line 1: 2005 Market Street
 Address Line 2: Suite 2020
 Address Line 4: Philadelphia, PENNSYLVANIA 19103

NAME OF SUBMITTER:	Rosalie L. Spelman
Signature:	/Rosalie L. Spelman/

OP \$40.00 1967650

Date:

07/24/2005

Total Attachments: 9

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "MYSTIC TANK LINES CORP." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

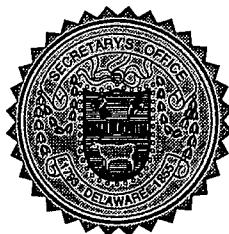
CERTIFICATE OF INCORPORATION, FILED THE FIFTH DAY OF SEPTEMBER, A.D. 2002, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "MYSTIC INVESTMENT GROUP, INC." TO "MYSTIC TANK LINES CORP.", FILED THE TWENTY-FIRST DAY OF JULY, A.D. 2003, AT 4:52 O'CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE TWENTY-SIXTH DAY OF MAY, A.D. 2004, AT 5:33 O'CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE TWENTY-SEVENTH DAY OF MAY, A.D. 2004, AT 5:12 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION.



3565575 8100H

050578169

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4016630

DATE: 07-13-05

TRADEMARK
REEL: 003126 FRAME: 0920

CERTIFICATE OF INCORPORATION

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 09/05/2002
020555380 - 3565575

OF

MYSTIC INVESTMENT GROUP, INC.

The undersigned, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the General Corporation Law of Delaware, does hereby certify as follows:

ARTICLE FIRST: The name of the corporation (the "corporation") is:
Mystic Investment Group, Inc.

ARTICLE SECOND: The address of the registered office of the corporation in the State of Delaware is 9 East Lookerman Street, Dover, Delaware 19901, County of Kent. The name of the corporation's registered agent at such address is: National Registered Agents, Inc.

ARTICLE THIRD: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

ARTICLE FOURTH:

(a) The total number of shares of capital stock which the corporation is authorized to issue is 7,500,000 shares of which:

(i) 7,000,000 shares shall be designated as Common Stock, and shall have a par value of \$.01 per share; and

(ii) 500,000 shares shall be designated as Preferred Stock, and shall have a par value of \$.01 per share.

(b) The Board of Directors is expressly authorized at any time, and from time to time, to provide for the issuance of shares of Preferred Stock of one or more series, with such designations, preferences and relative, participating, optional or other special rights, and qualifications, limitations or restrictions thereof, as shall be stated and expressed in the resolution or resolutions providing for the issue thereof adopted by the Board of Directors, and as are not stated and expressed in this Certificate of Incorporation, or any amendment thereto, including (but without limiting the generality of the foregoing) the following:

(i) the number of shares constituting such series and the distinctive designation of such series;

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(ii) the dividend rate of such series, the conditions and dates upon which such dividends shall be payable, the preference or relation which such dividends shall bear to the dividends payable on any other class or classes or of any other series of capital stock, and whether such dividends shall be cumulative or noncumulative;

(iii) whether the shares of such series shall be subject to redemption by the corporation, and, if made subject to such redemption, the times, prices and other terms and conditions of such redemption;

(iv) the terms and amount of any sinking fund provided for the purchase or redemption of the shares of such series;

(v) whether the shares of such series shall be convertible into or exchangeable for shares of any other class or classes of capital stock of the corporation, and, if provision be made for conversion or exchange, the times, prices, rates, adjustments, and other terms and conditions of such conversion or exchange;

(vi) whether such series shall have voting rights, in addition to the voting rights provided by law, and if so, the terms of such voting rights;

(vii) the restrictions, if any, on the issue or reissue of any additional Preferred Stock; and

(viii) the rights of the shares of such series in the event of voluntary or involuntary liquidation, dissolution or winding up of the corporation, and the relative rights of priority, if any, of payment of shares of such series.

ARTICLE FIFTH: Election of directors need not be by ballot except and to the extent provided in the by-laws of the corporation.

ARTICLE SIXTH: In furtherance and not in limitation of the powers conferred upon the Board of Directors by law, the Board of Directors shall have power to make, adopt, alter, amend or repeal from time to time the by-laws of the corporation, subject to the right of the stockholders entitled to vote with respect thereto to alter and repeal the by-laws made by the Board of Directors.

ARTICLE SEVENTH: Whenever a compromise or arrangement is proposed between this corporation and its creditors or any class of them and/or between this corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of this corporation or of any creditor or stockholders thereof or on the application of any receiver or receivers appointed for this corporation under the provisions of § 291 of Title 8 of the Delaware Code or on the application of trustees in dissolution or of any receiver or receivers appointed for this corporation under the provisions of § 279 of Title 8 of the Delaware Code order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number

representing three fourths in value of the creditors or class of creditors, and/or of the stockholders of this corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of this corporation as a consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders of this corporation, as the case may be, and also on this corporation.

ARTICLE EIGHTH: A director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (a) for any breach of the director's duty of loyalty to the corporation or its stockholders, (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (c) under § 174 of the Delaware General Corporation Law, or (d) for any transaction from which the director derived an improper personal benefit. If the Delaware General Corporation Law is amended after the effective date of this Certificate of Incorporation to further eliminate or limit, or to authorize further elimination or limitation of, the personal liability of directors for breach of fiduciary duty as a director, then the personal liability of a director to the corporation or its stockholders shall be automatically eliminated or limited to the fullest extent permitted by the Delaware General Corporation Law as so amended. Any repeal or modification of the foregoing provisions of this Article by the stockholders of the corporation shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

ARTICLE NINTH: The name and mailing address of the incorporator is: Carol Glospie, NewCo Corporate Services, Inc., 875 Avenue of the Americas, Suite 501, New York, New York 10001.

Dated: August 27, 2002



Carol Glospie,
Sole Incorporator

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
MYSTIC INVESTMENT GROUP, INC.

Mystic Investment Group, Inc. (hereinafter called the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify that:

FIRST: The name of the Corporation is Mystic Investment Group, Inc., which is the name under which the Corporation was originally incorporated; and the date of filing the original certificate of incorporation of the Corporation with the Secretary of State of the State of Delaware is September 5, 2002.

SECOND: The certificate of incorporation of the Corporation is hereby amended by striking out Article First thereof and by substituting in lieu of said Article First the following new Article:

"ARTICLE FIRST: The name of the corporation (the "corporation") is: Mystic Tank Lines Corp."

THIRD: The amendment of the certificate of incorporation herein certified has been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, this certificate has been subscribed on the date set forth below by the undersigned, who affirms that the statements made herein are true under the penalties of perjury.

Executed on this 21st day of July, 2003.

Mystic Investment Group, Inc.

By: 

Leonard Baldari, President

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:33 PM 05/26/2004
FILED 05:33 PM 05/26/2004
SRV 040392701 - 3565575 FILE

CERTIFICATE OF MERGER

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is MYSTIC TANK LINES CORP., a Delaware Corporation and the name and state of formation of each corporation being merged into this surviving corporation are as follows:

NAME	STATE OF FORMATION
BULK CARRIERS LEASING CORP. (a New York Corporation)	New York
NEW YORK TRUCK LEASING CORP. (a New York Corporation)	New York
CONNECTICUT BULK TRANSPORT, INC. (a Connecticut Corporation)	Connecticut

SECOND: The agreement of merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Title 8 Section 252 of the General Corporation Law of the State of Delaware.

THIRD. The name of the surviving corporation is: MYSTIC TANK LINES CORP., a Delaware Corporation.

FOURTH: The Certificate of Incorporation of MYSTIC TANK LINES CORP. shall be the certificate of Incorporation of the surviving corporation. Paragraph IV of the Certificate of Incorporation shall be amended to read as follows:

"IV. The amount of the total authorized capital stock of the Corporation is 10,000 shares of Common Stock without par value."

The Capital of the said Corporation will not be reduced under or by reason of said Amendment.

FIFTH: The authorized stock and par value of each non-Delaware corporation is as follows:

NAME OF CORPORATION	STOCK/PAR VALUE
BULK CARRIERS LEASING CORP. (a New York Corporation)	2500 shares-NO PAR VALUE
NEW YORK TRUCK LEASING CORP. (a New York Corporation)	200 shares - NO PAR VALUE
CONNECTICUT BULK TRANSPORT, INC. (a Connecticut Corporation)	5000 shares-PAR \$10.00

SIXTH: The executed Agreement of Merger is on file at the surviving corporation's principal place of business 65 Lancaster Drive, Beacon Falls, CT 06403

SEVENTH: A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of any constituent corporation.

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed by an authorized officer, the 26th day of May, A.D., 2004.

MYSTIC TANK LINES CORP.

By [Signature]
Authorized Officer

Name: Leonard Bazzari

Title: CEO

STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC LIMITED LIABILITY COMPANY
INTO A
DOMESTIC CORPORATION

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law and Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is MYSTIC TANK LINES CORP., a Delaware Corporation, and the name of the limited liability ~~company~~ ^{companies} being merged into this surviving corporation is are NEW ENGLAND BULK TRANSPORT, LLC and NORTHEAST BULK TRANSPORT, LLC

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the surviving corporation and the merging limited liability ~~company~~ companies.

THIRD: The name of the surviving corporation is MYSTIC TANK LINES CORP.

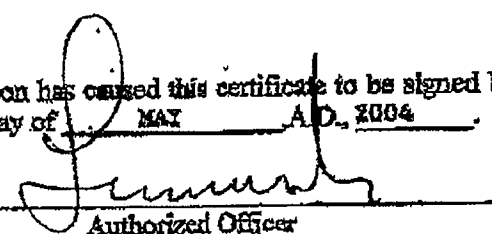
FOURTH: The merger is to become effective on UPON FILING.

FIFTH: The Agreement of Merger is on file at 65 LANCASTER DRIVE, BEACON FALLS, CT 06403, the place of business of the surviving corporation.

SIXTH: A copy of the Agreement of Merger will be furnished by the corporation on request, without cost, to any stockholder of any constituent corporation or member of any constituent limited liability company.

SEVENTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed by an authorized officer, the 27th day of MAY A.D., 2004.

By: 
Authorized Officer

Name: LEONARD BALDANI
Print or Type
Title: CEO