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TRADEMARK ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/01/2003

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
MACTEC Engineering and Consulting of Georgia, Inc.		06/27/2003	CORPORATION: GEORGIA

RECEIVING PARTY DATA

Name:	MACTEC Engineering and Consulting, Inc.	
Street Address:	1105 Lakewood Parkway	
Internal Address:	Suite 300	
City:	Alpharetta	
State/Country:	GEORGIA	
Postal Code:	30004	
Entity Type:	CORPORATION: DELAWARE	

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	2020177	LAW ENGINEERING AND ENVIRONMENTAL SERVICES
Registration Number:	2006078	LAW/CRANDALL
Registration Number:	2630810	NEXDSS
Registration Number:	2614729	NEXDSS

CORRESPONDENCE DATA

Fax Number: (617)439-4170

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 617-951-2247

Email: bcampbell@eapdlaw.com

Correspondent Name: Brenda S. Campbell, Paralegal

Address Line 1: 101 Federal Street

Address Line 2: Edwards Angell Palmer & Dodge LLP

TRADEMARK REEL: 003347 FRAME: 0232

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Address Line 4: Boston, MASSACHUSETTS 02110		
ATTORNEY DOCKET NUMBER:	48196/0005	
NAME OF SUBMITTER:	Brenda S. Campbell, Paralegal	
Signature:	/Brenda S. Campbell/	
Date:	07/13/2006	
Total Attachments: 3 source=Merger Mactec GA to Mactec DE#page1.tif source=Merger Mactec GA to Mactec DE#page2.tif		

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TRADEMARK REEL: 003347 FRAME: 0233

Secretary of State

Corporations Division 315 West Tower #2 Martin Luther King, Jr. Dr. Atlanta, Georgia 30334-1530

DOCKET NUMBER : 031820355 CONTROL NUMBER : K511824 EFFECTIVE DATE : 07/01/2003 : 0077 REFERENCE : 07/01/2003 PRINT DATE

FORM NUMBER : 411

KILPATRICK STOCKTON LLP KELLY A. HOWLEY 1100 PEACHTREE STREET, SUITE 2800 ATLANTA GA 303094530

CERTIFICATE OF MERGER

I, Cathy Cox, the Secretary of State of the Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of the date shown above. Attached is a true and correct copy of the said filing.

Surviving Entity:

MACTEC ENGINEERING AND CONSULTING, INC. (DE), A DELAWARE CORPORATION

Nonsurviving Entity/Entities:

MACTEC ENGINEERING AND CONSULTING OF GEORGIA, INC., A GEORGIA CORPORATION

CATHY COX

SECRETARY OF STATE

CERTIFICATE OF MERGER

OF

MACTEC ENGINEERING AND CONSULTING OF GEORGIA, INC. (a Georgia corporation)

WITH AND INTO

MACTEC ENGINEERING AND CONSULTING, INC. (a Delaware corporation)

MACTEC Engineering and Consulting of Georgia, Inc., a Georgia corporation and the non-surviving corporation in the merger, and MACTEC Engineering and Consulting, Inc., a Delaware corporation and the surviving corporation in the merger, hereby certifies that:

I.

The name and state of incorporation of each constituent corporation which is merging are:

- (a) MACTEC Engineering and Consulting of Georgia, Inc., a business corporation under the laws of the State of Georgia ("Georgia Mactec"); and
- (b) MACTEC Engineering and Consulting, Inc., a business corporation under the laws of the State of Delaware (the "Company").

II.

The surviving corporation in the merger is MACTEC Engineering and Consulting, Inc., a Delaware corporation, which will continue its existence as the surviving corporation pursuant to the provisions of the Delaware General Corporation Law.

III.

The Agreement and Plan of Merger dated as of June 26, 2003 (the "Agreement") between Georgia Mactec and the Company has been approved, adopted, certified, executed and acknowledged by the board of directors and shareholders of Georgia Mactec in accordance with the provisions of Section 14-2-1103 of the Georgia Business Corporation Code and by the board of directors of the Company in accordance with the provisions of the Delaware General Corporation Law.

IV.

The Certificate of Incorporation of the Company is to be the Certificate of Incorporation of the surviving corporation, and said Certificate of Incorporation shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed in accordance with the provisions of the Delaware General Corporation Law.

V.

The executed Agreement is on file at the principal place of business of the Company, which is 1105 Sanctuary Parkway, Suite 300, Alpharetta, Georgia 30004. A copy of the Agreement will be furnished by the Company, on request and without cost, to any shareholder of the constituent corporations.

VI.

The surviving corporation hereby undertakes to make the request for publication of a notice of filing of this Certificate of Merger and payment therefor in accordance with Sections 14-2-1006.1 and 14-2-1105.1(b) of the Georgia Business Corporation Code.

VII.

The merger shall be effective on July 1, 2003.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Merger as of this 27th day of June, 2003.

MACTEC ENGINEERING AND CONSULTING, INC.

a Delaware corporation

Name: BRUCE C. (DLES

Title: PRESIDENT

SECRETARY OF STATE

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CORPORATIONS DIVISION

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