

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/29/2004

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
McPherson Oil Company, Inc.		10/28/2004	CORPORATION: ALABAMA

RECEIVING PARTY DATA

Name:	The McPherson Companies, Inc.
Street Address:	5051 Cardinal Street
City:	Trussville
State/Country:	ALABAMA
Postal Code:	35173
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2583665	FUEL Z

CORRESPONDENCE DATA

Fax Number: (205)488-3709
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 205-250-8309
 Email: gschiff@bakerdonelson.com
 Correspondent Name: Gary S. Schiff
 Address Line 1: 420 North 20th Street
 Address Line 2: Suite 1600
 Address Line 4: Birmingham, ALABAMA 35203

NAME OF SUBMITTER:	Gary S. Schiff
Signature:	/Gary S. Schiff/
Date:	07/12/2007

OP \$40.00 2583665

Total Attachments: 3

source=The McPherson Companies, Inc. - Merger Doc (AL)#page1.tif

source=The McPherson Companies, Inc. - Merger Doc (AL)#page2.tif

source=The McPherson Companies, Inc. - Merger Doc (AL)#page3.tif

NANCY L. WORLEY
SECRETARY OF STATE



First Floor, State Capitol
Suite S-105
600 Dexter Avenue
P.O. Box 5616
Montgomery, Alabama 36103-5616

State of Alabama

October 29, 2004

Laurel A Swope
Baker Donelson Bearman Caldwell etal
420 N 20th St Ste 1600
Birmingham AL 35203

Re: Certificate of Merger merging McPherson Oil Company, Inc., an Alabama Corporation into The McPherson Companies, Inc., a Delaware Corporation

Dear Sir or Madam:

This will acknowledge receipt of your recent letter enclosing original and two copies of the above captioned merger and your checks in the amounts of \$ 50.00 made payable to the Secretary of State and \$28.00 made payable to the Blount County Probate Judge.

Please be advised that said instrument is being filed in this office as of October 29, 2004.

I am forwarding a certified copy of merger and your check in the amount of \$28.00 to the Judge of Probate of Blount County.

If this office may be of further assistance in this or any other matter, please contact Sharon Viox in the Corporation Division at (334)242-5328.

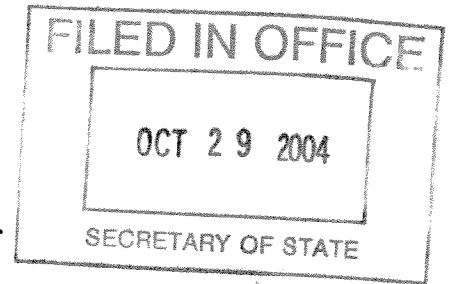
Sincerely,

Nancy L. Worley
Secretary of State

NLW:slv

cc: Judge of Probate Blount County

CERTIFICATE OF MERGER
OF
MCPHERSON OIL COMPANY, INC.
(an Alabama corporation)
WITH AND INTO
THE MCPHERSON COMPANIES, INC.
(a Delaware corporation)



TO THE SECRETARY OF STATE OF THE STATE OF DELAWARE;
THE SECRETARY OF STATE OF THE STATE OF ALABAMA; AND
THE JUDGE OF PROBATE OF BLOUNT COUNTY, ALABAMA:

Pursuant to the provisions of § 10-15-4 of the ALABAMA BUSINESS ENTITIES CONVERSION AND MERGER ACT and § 252 of the DELAWARE CORPORATION LAW, McPherson Oil Company, Inc., an Alabama corporation, and The McPherson Companies, Inc., a Delaware corporation, adopt this Certificate of Merger as of this 28th day of October, 2004.

1. NAME, JURISDICTION AND DATE OF FORMATION OF CONSTITUENT COMPANIES. McPherson Oil Company, Inc., an Alabama corporation (the "Alabama Corporation") was formed on June 13, 1973, under the laws of the State of Alabama by filing Articles of Incorporation with the Judge of Probate of Blount County, Alabama. The McPherson Companies, Inc., a Delaware corporation (the "Delaware Corporation"), was formed on October 13, 2004, under the laws of the State of Delaware by filing a Certificate of Formation with the office of the Secretary of State of the State of Delaware. The Alabama Corporation and the Delaware Corporation shall be referred to collectively as the "Constituent Corporations").
2. SURVIVING CORPORATION. The Delaware Corporation shall be the surviving corporation of the merger (the "Surviving Corporation") and shall continue to be governed by the laws of the State of Delaware.
3. AGREEMENT AND PLAN OF MERGER. An Agreement and Plan of Merger has been approved by the Board of Directors and by all of the Shareholders of the Alabama Corporation and executed by the Alabama Corporation in accordance with the laws of the State of Alabama, and has been approved by the Board of Directors and by all of the Stockholders of the Delaware Corporation and executed by the Delaware Corporation in accordance with the laws of the State of Delaware. The Agreement and Plan of Merger is on file at the following place of business of the Surviving Corporation: 2340 Woodcrest Place, Suite 175, Birmingham, Alabama 35209. A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any shareholder of any business entity which is a party to the merger.

RECEIVED

OCT 29 2004

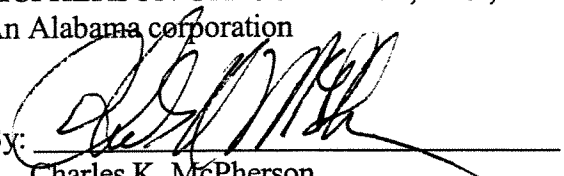
SECRETARY OF STATE

4. AUTHORIZED CAPITAL STOCK. The authorized capitalization of the Alabama Corporation consists of one thousand (1,000) shares of voting common stock par value of \$1.00 per share and five thousand (5,000) shares of nonvoting common stock par value of \$1.00 per share.

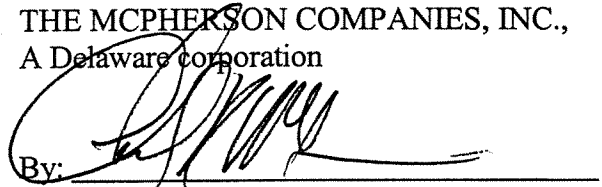
5. EFFECTIVE DATE OF THE MERGER. The merger shall be effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Alabama and the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the undersigned have caused this Certificate of Merger to be executed as of the day and year first above written.

MCPHERSON OIL COMPANY, INC.,
An Alabama corporation

By: 
Charles K. McPherson
Its President

THE MCPHERSON COMPANIES, INC.,
A Delaware corporation

By: 
Charles K. McPherson
Its President

This Instrument Prepared By:

Thomas J. Mahoney, Attorney at Law
Baker, Donelson, Bearman, Caldwell & Berkowitz
A Professional Corporation
420 North 20th Street, Suite 1600
Birmingham, Alabama 35203