

MKD
3-21-00



04-24-2000



101330869

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)
Document ID #

Correction of PTO Error
Reel # Frame #

Corrective Document
Reel # Frame #

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger Change of Name

Other

Effective Date
Month Day Year
 00

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AK/A

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

04/21/2000 DNGUYEN 00000189 1679233
01 FC:481 40.00 OP

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002057 FRAME: 0881

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1679233"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

William A. Fielder

3-14-00

Name of Person Signing

Signature

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached (Designation must be a separate document from the Assignment.)

Trademark Application Number(s) or Registration Number(s)

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Mark if additional numbers attached

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1679233"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Secretary of State

Corporations Division

315 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

DOCKET NUMBER : K93510758
CONTROL NUMBER: J000092
EFFECTIVE DATE: 01/01/2000
REFERENCE : 0091
PRINT DATE : 01/03/2000
FORM NUMBER : 412

CT CORPORATION SYSTEM
PATTIE HARDY
1201 PEACHTREE STREET, NE
ATLANTA GA 30361

CERTIFICATE OF MERGER AND NAME CHANGE

I, Cathy Cox, the Secretary of State of the State of 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 show above. Attached is a true and correct copy of the said filing.

Surviving Entity:

ENCORE SYSTEMS, INC., A GEORGIA CORPORATION

Changing its Name to:

ELTRAX HOSPITALITY GROUP, INC., A GEORGIA CORPORATION

Nonsurviving Entity/Entities:

FIVE STAR SYSTEMS, INC., A GEORGIA CORPORATION

LOGDISTIX, INC. (DELAWARE), A DELAWARE CORPORATION



CATHY COX
SECRETARY OF STATE



Office of the Secretary of State

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:
"FIVE STAR SYSTEMS, INC.", A GEORGIA CORPORATION,
"LODGISTIX, INC.", A DELAWARE CORPORATION,
WITH AND INTO "ENCORE SYSTEM, INC." UNDER THE NAME OF "ELTRAX HOSPITALITY GROUP, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF GEORGIA, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTEENTH DAY OF DECEMBER, A.D. 1999, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2000.

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



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

Edward J. Freel, Secretary of State

3144509 8100M
991546000

AUTHENTICATION: 0149577
DATE: 12-17-99

TRADEMARK
REEL: 002057 FRAME: 0885

CERTIFICATE OF MERGER
OF
Five Star Systems, Inc.
AND
Lodgistix, Inc.
INTO
Encore Systems, Inc.

UNDER SECTION 252 OF THE DELAWARE GENERAL CORPORATION LAW
 AND SECTION 14-2-1101, ET. SEQ., OF THE GEORGIA BUSINESS CORPORATIONS
 CODE

1. CONSTITUENT CORPORATIONS

(a) The name and state of incorporation of each of the constituent entities involved in the merger to be effected hereby are as follows:

<u>Name of Entity</u>	<u>State of Formation</u>
Five Star Systems, Inc.	Georgia
Lodgistix, Inc.	Delaware
Encore Systems, Inc.	Georgia

(b) The name of the surviving corporation is Encore Systems, Inc. On the Effective Date, on consummation of the merger, Article I of the Articles of Incorporation of Encore shall be amended to read as follows:

"The name of the corporation is: Eltrax Hospitality Group, Inc."

2. ADOPTION AND APPROVAL

In accordance with the provisions of the Georgia Business Corporations Code (the "Georgia Act"), and the Delaware General Corporation Law (the "Delaware Act"), the Agreement and Plan of Merger has been adopted, approved, executed, certified and acknowledged by:

- (i) The sole director and sole shareholder of Encore Systems, Inc.;
- (ii) The sole director and sole shareholder of Lodgistix, Inc.; and
- (iii) The sole director and sole shareholder of Five Star Systems, Inc.

3. CONVERSION OF SHARES

a. On the Effective Date, on consummation of the Merger, Encore, Five Star and Lodgistix will cease to exist separately, and Five Star and Lodgistix will be merged with and into Encore in accordance with the provisions of this Agreement and in accordance with the provisions of and with the effect provided in each of the Georgia Act and the Delaware Act.

b. On the Effective Date, on consummation of the Merger, all of the outstanding shares of Encore capital stock will remain issued and outstanding.

c. On the Effective Date, on consummation of the Merger, all of the outstanding shares of Five Star capital stock will be cancelled and returned, and will cease to exist without any payment being made or due in respect of such shares.

d. On the Effective Date, on consummation of the Merger, all of the outstanding shares of Lodgistix capital stock will be cancelled and returned, and will cease to exist without any payment being made or due in respect of such shares.

4. FILING OF AGREEMENT; EFFECTIVE DATE

a. To cause the merger to become effective, a Certificate of Merger shall be filed (i) with the Georgia Secretary of State, pursuant to, and in accordance with, the Georgia Act, and (ii) with the Secretary of the State of Delaware pursuant to, and in accordance with, the Delaware Act.

b. The effective date of the merger (the "Effective Date") shall be January 1, 2000.

5. COPIES OF THIS AGREEMENT

An original, executed copy of the Agreement and Plan of Merger shall remain on file at Encore Systems, Inc.'s principal place of business, the address of which is 900 Circle 75 Parkway, Suite 1700, Atlanta, Georgia, 30339, and upon request and without cost, Encore Systems, Inc. shall furnish a copy thereof to any of its shareholders, to any shareholder of Five Star, or to any shareholder of Lodgistix.

6. **SERVICE OF PROCESS**

Encore Systems, Inc. agrees that it may be served with process in the State of Delaware in any action, suit or proceeding for the enforcement of any obligation of Lodgistix, Inc. Encore Systems, Inc. irrevocably appoints the Secretary of State of Delaware as its agent to accept service of process in any such action, suit or proceeding. The post office address to which the Secretary of State shall mail a copy of any process served against Encore Systems, Inc. is 900 Circle 75 Parkway, Suite 1700, Atlanta, Georgia, 30339. In the event of service upon the Secretary of State, the procedures set forth in Section 252(c) of the Delaware Act shall be applicable, except that the plaintiff in any such action, suit or proceeding shall furnish the Secretary of State with the above address and any other address the plaintiff may elect to furnish, together with copies of such process, and the Secretary of State shall notify Encore Systems, Inc. at all such addresses.


7. **MERGER PERMITTED UNDER DELAWARE AND GEORGIA LAW**

The merger described in this Certificate of Merger is permitted under, and has been effectuated in accordance with, the laws of the State of Delaware and the State of Georgia.

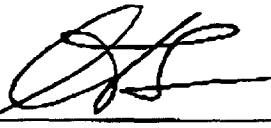
(signature page to follow)

IN WITNESS WHEREOF, the undersigned have caused this Certificate of Merger to be executed as of the 14th day of December, 1999.

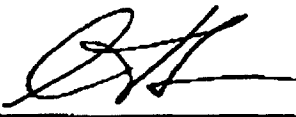
Encore Systems, Inc.,
a Georgia corporation

By: 
_____ **Clunet R. Lewis, President**

Five Star Systems, Inc.,
a Georgia corporation

By: 
_____ **Clunet R. Lewis, President**

Lodgistix, Inc.,
a Delaware corporation

By: 
_____ **Clunet R. Lewis, President**

Upon filing, return to:
Lise A. Barrera
Jaffe, Raitt, Heuer & Weiss,
Professional Corporation
One Woodward Avenue, Suite 2400
Detroit, Michigan 48226
(313) 961-8380