

09-18-2000

JD



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9.11.00

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
KASSING INVESTMENTS, INC.
4004 Beltline Road, Suite 225
Dallas, Texas 75244

Entity type: **Corporation** Locus: **Texas**

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 31 December 1998

2. Name and address of receiving party(ies):
CENTRAX SERVICES, INC.
4004 Beltline Road
Dallas, Texas 75244

Entity type: **Corporation** Locus: **Texas**

If this document is being filed with a new application, the
Execution date of the application is _____



08-11-2000

U.S. Patent & TMOfo/TM Mail Rcpt Dt. #70

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s):
1,937,934 issued 28 Nov. 1995 (CALLTRAX);
1,938,046 issued 28 Nov. 1995 (CENTRAX);
1,909,833 issued 8 Aug. 1995 (CENTRAX);
1,965,337 issued 9 Jan. 1996 (FAIRTRAX);
1,994,385 issued 20 Aug. 1996 (CITYTRAX);
1,983,334 issued 2 July 1996 (FASTRAX)

Additional numbers attached? Yes No

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

Name: Jeffrey B. Huter

Internal Address: IP Department/EVI
BOSE McKINNEY & EVANS LLP
Street Address: 135 N. Pennsylvania Street, # 2700
Indianapolis, Indiana 46204
Telephone: 317-684-5000

6. Total number of applications and registrations
involved: **6**

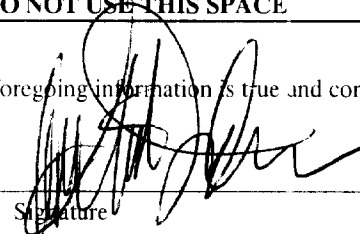
7. Total fee (37 CFR 3.41):.....\$**165.00**

 Enclosed with original submission
 Authorized to be charged to deposit account

8. Deposit Account Number: 02-3223. Commissioner is
hereby authorized to charge any defect in fees or credit
any overpayment to said deposit account.
(A duplicate copy of this page is attached.)

DO NOT USE THIS SPACE

9. State 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.

E. VICTOR INDIANO #30,143
Name of Person Signing  Signature 11 August 2000
Date

293635

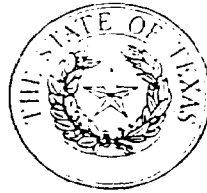
Total number of pages including cover sheet, attachments, and document: _____

09/15/2000 DNGUYEN 00000304 1937934

01 FC:481
02 FC:482

40.00 OP
125.00 OP

TRADEMARK
REEL: 002136 FRAME: 0947



The State of Texas

Secretary of State

DEC. 29, 1998

JEFF KASSING; KBK FINANCIAL, INC.
2200 CITY CENTER II; 301 COMMERCE ST.
FORT WORTH ,TX 76102

RE:
CENTRAX SERVICES, INC.

CHARTER NUMBER 01253669700

IT HAS BEEN OUR PLEASURE TO APPROVE AND PLACE ON RECORD YOUR ARTICLES OF MERGER. THE APPROPRIATE EVIDENCE IS ATTACHED FOR YOUR FILES; THE ORIGINAL HAS BEEN FILED IN THIS OFFICE. PAYMENT OF THE FILING FEE IS ACKNOWLEDGED BY THIS LETTER.

IF THE PLAN OF MERGER PROVIDES FOR INCORPORATION OR ORGANIZATION OF ANY ENTITY OTHER THAN A TEXAS BUSINESS CORPORATION, YOU SHOULD FILE THE ORGANIZATIONAL DOCUMENTS FOR THAT ENTITY WITH THE APPROPRIATE GOVERNMENTAL OFFICE.

IF WE CAN BE OF FURTHER SERVICE AT ANY TIME, PLEASE LET US KNOW.

VERY TRULY YOURS,



A handwritten signature in cursive script, appearing to read "A. R. Gonzales", written over a horizontal line.

Alberto R. Gonzales, Secretary of State



The State of Texas

Secretary of State

CERTIFICATE OF MERGER

CENTRAX SERVICES, INC.

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS,
HEREBY CERTIFIES THAT THE ATTACHED ATTACHED ARTICLES OF MERGER OF

KASSING INVESTMENTS, INC.
A TEXAS CORPORATION

WITH

CENTRAX SERVICES, INC.
A TEXAS CORPORATION

HAVE BEEN RECEIVED IN THIS OFFICE AND ARE FOUND TO CONFORM TO LAW.

ACCORDINGLY THE UNDERSIGNED, AS SUCH SECRETARY OF STATE, AND BY VIRTUE
OF THE AUTHORITY VESTED IN THE SECRETARY BY LAW, HEREBY ISSUES THIS
CERTIFICATE OF MERGER.

DATED DEC. 29, 1998

EFFECTIVE DEC. 31, 1998 AT 05:00 P.M.



A handwritten signature in black ink, appearing to read "Alberto R. Gonzales".

Alberto R. Gonzales, Secretary of State

ARTICLES OF MERGER
OF
KASSING INVESTMENTS, INC.
(a Texas corporation)
INTO
CENTRAX SERVICES, INC.
(a Texas corporation)

FILED
In the Office of the
Secretary of State of Texas
DEC 29 1998
CORPORATIONS SECTION

Pursuant to the provisions of Article 5.04 of the Texas Business Corporation Act, the undersigned corporations certify the following Articles of Merger adopted for the purpose of effecting a merger in accordance with the provisions of Part Five of the Texas Business Corporation Act.

1. The name of each of the undersigned corporations that are a party to the plan of merger, the type of such corporations and the laws under which such corporations are organized are:

<u>Name of Corporation</u>	<u>Type of Entity</u>	<u>State</u>
Kassing Investments, Inc.	Corporation	Texas
Centrax Services, Inc.	Corporation	Texas

2. A plan of merger was approved and adopted in accordance with the provisions of Article 5.03 of the Texas Business Corporation Act providing for the combination of Kassing Investments, Inc., a Texas corporation, and Centrax Services, Inc., a Texas corporation, and resulting in Centrax Services, Inc. being the surviving corporation (the "Surviving Corporation") in the merger.

3. The Articles of Incorporation of the Surviving Corporation existing prior to the merger shall be the Articles of incorporation of the Surviving Corporation with no amendment thereto.

4. An executed copy of the Plan of Merger (the "Plan") is on file at the principal place of business of the Surviving Corporation at 4004 Beltline Road, Addison, Texas, and a copy of the Plan will be furnished by such entity, on written request and without cost, to any shareholder of each domestic corporation that is a party to the Plan and to any creditor or obligee of the parties to the merger at the time of the merger if such obligation is then outstanding.

5. As to the undersigned corporations, the approval of whose shareholders is required, the Plan was approved by the shareholders of each corporation as follows:

<u>Name of Corporation</u>	<u>Number of Shares Outstanding</u>	<u>Total Voted For</u>	<u>Total Voted Against</u>
Kassing Investments, Inc.	1666 2/3	1666 2/3	0
Centrax Services, Inc.	1800	1800	0

6. The Plan and the performance of its terms were duly authorized by all action required by the laws under which each corporation that is a party to the merger was incorporated or organized and by its constituent documents.

7. The merger of the undersigned corporations and the Plan will become effective 5:00 p.m. (C.S.T.) on December 31, 1998.

8. The Surviving Corporation will be responsible for the payment of all franchise taxes owing by the Merging Corporation and the Surviving Corporation and will be obligated to pay such taxes when they are due and payable.

Dated December 22, 1998.

CENTRAX SERVICES, INC.

a Texas corporation

By:

Name: Jim Kassing

Title: PRESIDENT, SALES & MARKETING

KASSING INVESTMENTS, INC.

a Texas corporation

By:

Name: Jim Kassing

Title: PRESIDENT, SALES & MARKETING