

11-02-2000



101503518

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

10-16-00

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

Effective Date  
Month Day Year  
 June 30 1998

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Name  GPS Technology Corporation

Execution Date  
Month Day Year  
 June 30 1998

Formerly

1802407

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization  Texas

Receiving Party

Mark if additional names of receiving parties attached

Name  Tobin International, Ltd.

DBA/AKA/TA

Composed of  Tobin Holdings, Inc, General Partner

Address (line 1)  114 Camp Street

Address (line 2)

Address (line 3)  San Antonio  
City

Texas/USA  
State/Country

78204  
Zip Code

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

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.)

Citizenship/State of Incorporation/Organization  Texas

FOR OFFICE USE ONLY

11/01/2000 ANMED1 00000146 1802407

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40.00 CP

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Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20503

REEL: 002166 FRAME: 0134

**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)**

<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"/>

**Registration Number(s)**

<input type="text" value="1,802,407"/>	<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.

Pamela B. Huff

Name of Person Signing

Pamela B. Huff

Signature

10-12-00

Date Signed



# The State of Texas

## SECRETARY OF STATE

IT IS HEREBY CERTIFIED that the attached is a true and correct copy of the following described document on file in this office:

GPS TECHNOLOGY CORPORATION  
FILE NO. 1007613

ARTICLES OF MERGER

JUNE 30, 1998



*IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on May 8, 2000.*

Elton Bomer  
Secretary of State

BAM

TRADEMARK  
REEL: 002166 FRAME: 0136

CERTIFICATE OF MERGER  
MERGING  
GPS TECHNOLOGY CORPORATION,  
a Texas corporation  
AND  
TRUVUE CORPORATION,  
a Texas corporation  
WITH AND INTO  
TOBIN INTERNATIONAL, LTD.,  
a Texas limited partnership

FILED  
In the Office of the  
Secretary of State of Texas

JUN 30 1998

CORPORATIONS SECTION

Pursuant to Section 2.11 of the Texas Revised Limited Partnership Act, the undersigned corporations and limited partnership (each a "Constituent Entity" and together the "Constituent Entities") adopt the following Certificate of Merger for the purpose of merging them into one of such Constituent Entities:

1. The name and state of incorporation, formation or organization of each of the Constituent Entities is:
  - (a) GPS Technology Corporation, a Texas corporation ("GPS");
  - (b) TruVue Corporation, a Texas corporation ("TruVue"); and
  - (c) Tobin International, Ltd., a Texas limited partnership ("TIL").
2. A plan of merger (the "Plan of Merger") providing for the merger of each of GPS and TruVue with and into TIL has been duly approved by each of the Constituent Entities.
3. The name of the surviving Texas limited partnership is Tobin International, Ltd.
4. No amendments or changes to the Certificate of Limited Partnership of Tobin International, Ltd. are to be effected by the merger.
5. The Certificate of Limited Partnership of Tobin International, Ltd., as in effect on the date hereof, shall be the certificate of limited partnership of the surviving Constituent Entity.
6. The executed Plan of Merger is on file at the principal place of business of TIL at 114 Camp Street, San Antonio, Texas 78204. A copy of the Plan of Merger will be furnished on request and without cost to any shareholder or partner of any of the Constituent Entities.
7. A copy of the Plan of Merger was furnished to each partner of TIL, and each partner waived the requirement that a copy of the Plan of Merger be furnished at least twenty (20) days before the effective date of the merger. A copy of the Plan of Merger will be furnished on request and without cost to any shareholder or partner of any of the Constituent Entities.

8. As to each of the Constituent Entities, the Plan of Merger and the performance of its terms were duly authorized by all action required by the laws under which it was formed or organized and by its constituent documents.

9. TIL, as the surviving limited partnership in the merger, will be responsible for the payment of all fees and franchise taxes of each of the Constituent Entities and will be obligated to pay such fees and franchise taxes if the same are not timely paid.

Dated: June 30, 1998

GPS TECHNOLOGY CORPORATION

By: *Thomas W. Neubert*  
 Title: EXECUTIVE VICE PRESIDENT

TRUVUE CORPORATION

By: *Thomas W. Neubert*  
 Title: EXECUTIVE VICE PRESIDENT

TOBIN INTERNATIONAL, LTD.

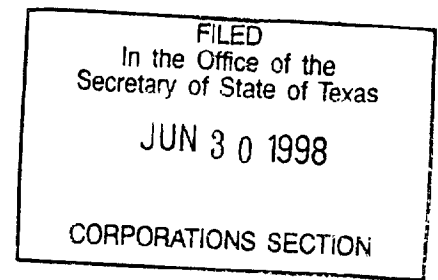
By: TOBIN HOLDINGS, INC.,

As General Partner

By: *Thomas W. Neubert*  
 Title: EXECUTIVE VICE PRESIDENT

RECEIVED

ARTICLES OF MERGER  
MERGING  
GPS TECHNOLOGY CORPORATION,  
a Texas corporation  
AND  
TRUVUE CORPORATION,  
a Texas corporation  
WITH AND INTO  
TOBIN INTERNATIONAL, LTD.,  
a Texas limited partnership



Pursuant to the provisions of Article 5.04 of the Texas Business Corporation Act, the undersigned corporations and limited partnership (each a "Constituent Entity" and together the "Constituent Entities") adopt the following Articles of Merger for the purpose of merging them into one of such Constituent Entities:

1. The name and state of incorporation or organization of each of the Constituent Entities is:
  - (a) GPS Technology Corporation, a Texas corporation ("GPS");
  - (b) TruVue Corporation, a Texas corporation ("TruVue"); and
  - (c) Tobin International, Ltd., a Texas limited partnership ("TIL").
2. A plan of merger (the "Plan of Merger") providing for the merger of each of GPS and TruVue with and into TIL has been duly approved by each of the Constituent Entities.
3. The name of the surviving Texas limited partnership is Tobin International, Ltd.
4. No amendments or changes to the Certificate of Limited Partnership of Tobin International, Ltd. are to be effected by the merger.
5. The Certificate of Limited Partnership of Tobin International, Ltd., as in effect on the date hereof, shall be the certificate of limited partnership of the surviving limited partnership.
6. The executed Plan of Merger is on file at the principal place of business of TIL at 114 Camp Street, San Antonio, Texas 78204.
7. A copy of the Plan of Merger will be furnished by TIL on request and without cost to any shareholder or partner of any of the Constituent Entities.

8. As to each of the Constituent Entities that is a corporation, the number of shares outstanding, being the only outstanding capital stock of each such Constituent Entity entitled to vote on the Plan of Merger, are as follows:

<u>Name of Constituent Entity</u>	<u>Class or Series</u>	<u>Number of Shares Outstanding</u>
GPS	Series A Preferred Stock	51,304
	Series B Preferred Stock	310,661
TruVue	Common Stock	1,000,000

9. As to each of the Constituent Entities that is a corporation, the number of shares that voted for and against the Plan of Merger, respectively, are as follows:

<u>Name of Constituent Entity</u>	<u>Class or Series</u>	<u>Total Number of Shares Voted</u>	
		<u>For</u>	<u>Against</u>
GPS	Series A Preferred Stock	51,304	-0-
	Series B Preferred Stock	310,661	-0-
TruVue	Common Stock	1,000,000	-0-

10. As to each of the Constituent Entities, the Plan of Merger and the performance of its terms were duly authorized by all action required by the laws under which it was incorporated or organized and by its constituent documents.

11. TIL, as the surviving limited partnership in the merger, will be responsible for the payment of all fees and franchise taxes of each of the Constituent Entities and will be obligated to pay such fees and franchise taxes if the same are not timely paid.

Dated: June 30, 1998

GPS TECHNOLOGY CORPORATION

By: *Shawn W. Neubert*  
Title: EXECUTIVE VICE PRESIDENT

TRUVUE CORPORATION

By: *Shawn W. Neubert*  
Title: EXECUTIVE VICE PRESIDENT

TOBIN INTERNATIONAL, LTD.

By: TOBIN HOLDINGS, INC.,  
as General Partner

By: *Shawn W. Neubert*  
Title: EXECUTIVE VICE PRESIDENT

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