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05-29-2001

Form PTO-1594  
(Rev. 03/01)  
OMB No. 0651-0027 (exp. 5/31/2002)  
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U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):  
**Dalworth Concrete Products, Inc.**

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State **TX**  
 Other \_\_\_\_\_

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

2. Name and address of receiving party(ies)  
Name: **NewBasis Central L.P.**  
Internal Address: \_\_\_\_\_  
Street Address: **7878 South Cooper**  
City: **Arlington** State: **TX** Zip: **76001**

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership **Texas**  
 Corporation-State \_\_\_\_\_  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)  
Additional name(s) & address(es) attached?  Yes  No

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

Execution Date: **3/13/00**

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s)  
B. Trademark Registration No.(s)  
**2125361**

Additional number(s) attached  Yes  No

6. Total number of applications and registrations involved: **1**

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: **Andrew H. Pontious**  
Internal Address: **Collette & Erickson LLP**  
**43rd Floor**  
Street Address: **555 California Street**  
City: **San Francisco** State: **CA** Zip: **94104**

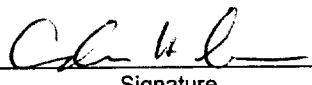
7. Total fee (37 CFR 3.41).....\$ **40.00**

Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
**N/A**  
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.*

**Andrew H. Pontious**                                            **5/22/01**  
Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments, and document: **5**

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patent & Trademarks, Box Assignments  
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50-1001 PTF/ME 00000315 7/25/01  
40.00 00

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# The State of Texas

*SECRETARY OF STATE*

## CERTIFICATE OF CONVERSION

The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of Conversion of

**DALWORTH CONCRETE PRODUCTS, INC.**

A Texas corporation

converting it to

**NEWBASIS CENTRAL, L.P.**

A Texas limited partnership

have been received in this office and found to conform to law. **ACCORDINGLY**, the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Conversion.

Filed: March 20, 2000

Effective: March 20, 2000



*Elton Bomer*  
Secretary of State  
**TRADEMARK**

REEL: 002303 FRAME: 0851

Corporations Section  
P.O. Box 13697  
Austin, Texas 78711-3697



Elton Bomer  
Secretary of State

## Office of the Secretary of State

ENTITY:

NEWBASIS CENTRAL, L.P.

FILE NUMBER:

132728-10

DOCUMENT FILED:

CERTIFICATE OF LIMITED PARTNERSHIP

FILED: MARCH 20, 2000

EFFECTIVE: MARCH 20, 2000

This letter will acknowledge the receipt and filing of the above referenced document. The relevant statutory provision does not provide for a certificate of filing for this type of document and, therefore, this letter may be used as evidence of filing.

Corporations Section  
Statutory Filings Division  
512-463-5581

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MAR 20 2000

ARTICLES OF CONVERSION

Corporations Section

Pursuant to the provisions of Articles 5.17 and 5.18 of the Texas Business Corporation Act, Dalworth Concrete Products, Inc., a Texas corporation (hereinafter referred to in these Articles of Conversion as the "Converting Entity") has adopted the following Articles of Conversion for the purpose of converting its organizational form from a corporation into a limited partnership organized under the laws of the State of Texas under the name NewBasis Central, L.P. (hereinafter referred to in these Articles of Conversion as the "Converted Entity").

1. It is hereby certified by the undersigned that:
  - (a) The legal name of the Converting Entity is Dalworth Concrete Products, Inc. and the Converting Entity is a corporation organized under the laws of the State of Texas;
  - (b) A Plan of Conversion has been approved by the unanimous consent of the board of directors and shareholders of the Converting Entity in the manner prescribed by Article 5.17 of the Texas Business Corporation Act;
  - (c) An executed Plan of Conversion is on file at the principal place of business of the Converting Entity, the address of which is 1900 Rilling Road, San Antonio, Texas 78214. An executed Plan of Conversion will be on file, from and after the conversion, at the principal place of business of the Converted Entity, the address of which shall be 1900 Rilling Road, San Antonio, Texas 78214.
  - (d) A copy of the Plan of Conversion will be furnished by the Converting Entity (prior to the conversion) or the Converted Entity (after the conversion), on written request and without cost, to any owner of the Converting Entity or owner of the Converted Entity.
2. The Converting Entity has a total of 10,000 shares of common stock issued and outstanding, each of which is entitled to vote on the Plan of Conversion.
3. A total of 10,000 outstanding shares of common stock of the Converting Entity voted for the Plan of Conversion and a total of 0 outstanding shares of common stock voted against the Plan of Conversion.
4. The Converted Entity will be and remain liable for the payment of all fees and franchise taxes required by law.
5. A Certificate of Limited Partnership of the Converted Entity is being filed along with these Articles of Conversion.

Dated: March 13, 2000.

DALWORTH CONCRETE  
PRODUCTS, INC.

By: K. Stockbridge  
Karl M. Stockbridge, Vice President

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