



11-17-2001

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Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Fortunelinx, Inc., a California Corporation

11-17-01

- Individual(s)
- General Partnership
- Corporation-State (CA)
- Other _____
- Association
- Limited Partnership

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

2. Name and address of receiving party(ies):

Name: FLX Acquisition Corp., under the name of Fortunelinx, Inc., a Delaware Corporation

Internal Address:

Street Address: 7481 W. Oakland Park Blvd.
Suite 200

City: Ft. Lauderdale State: FL Zip: 33319

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State (Delaware)
- Other

If assignee is not domiciled in the United States, a domestic representative designated is attached: Yes No

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached? No

3. Name of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: March 30, 2001 (Fortunelinx, Inc.)
March 28, 2001 (FLX Acquisition Corp.)

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

A. Trademark Application No.(s)

76/098,774, Filed July 31, 2000
76/098,772, Filed July 31, 2000
76/098,768, Filed July 31, 2000

B. Trademark Registration No.(s)

Additional numbers attached? No

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

Name: Micheal D. Lake
Internal Address: Wallenstein & Wagner, Ltd.
Street Address: 311 South Wacker Drive, 53rd Floor
Chicago, IL 60606-6630

6. Total number of applications and registrations involved: 3

7. Total fee (37 C.F.R. 3.41): \$90.00

Authorized to be charged to deposit account

8. Deposit account number: 23-0280
(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.

Micheal D. Lake Reg. No. 33,727
Name and Registration No. of Person Signing

Micheal Lake
Signature

November 17, 2001
Date

W&W File No.: 1967 W 042
(MDL/MAM/135019.1)

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

11/21/2001 AMWED1 0000034 230280 76098774

01 FC:401 40.00 CH
02 FC:402 50.00 CH

State of California

SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 3 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

JUN 23 2001

Bill Jones

Secretary of State



Office of the Secretary of State

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

JUN 18 2001

BILL JONES, Secretary of State

I, HARRIET SMITH WINDSOR, 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:

"FORTUNELINK, INC.", A CALIFORNIA CORPORATION,

WITH AND INTO "FLX ACQUISITION CORP." UNDER THE NAME OF "FORTUNELINK, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTH DAY OF JUNE, A.D. 2001, AT 12 O'CLOCK P.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1171349

DATE: 06-05-01

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TRADEMARK
REEL: 002398 FRAME: 0152

CERTIFICATE OF MERGER
OF
FORTUNELINX, INC.
AND
FLX ACQUISITION CORP.

It is hereby certified that:

- are:
1. The constituent business corporations participating in the merger herein certified are:

(i) FortuneLinX, Inc., which is incorporated under the laws of the State of California;

and

(ii) FLX Acquisition Corp., which is incorporated under the laws of the State of Delaware.

2. An Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware, to wit, by FortuneLinX, Inc. in accordance with the laws of the State of its incorporation and by FLX Acquisition Corp. in the same manner as is provided in Section 251 of the General Corporation Law of the State of Delaware.

3. The name of the surviving corporation in the merger herein certified is FLX Acquisition Corp., which will continue its existence as said surviving corporation under its present name upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.

4. The certificate of incorporation of FLX Acquisition Corp. is to be amended and changed by reason of the merge herein certified by striking out Article I thereof, relating to the name of said surviving corporation and by substituting in lieu thereof the following article:

"ARTICLE I

The name of the Corporation is FortuneLinX, Inc.";

and said Certificate of Incorporation as so amended and changed shall continue to be the

Certificate of Incorporation of said surviving corporation until further amended and changed in accordance with the provision of the General Corporation Law of the State of Delaware.

5. The executed Agreement of Merger between the aforesaid constituent corporations is on file at an office of the aforesaid surviving corporation, the address of which is as follows: 8201 Tristar Drive, Irving, Texas 75063.

6. A copy of the aforesaid Agreement of Merger will be furnished by the aforesaid surviving corporation, on request, and without cost, to any stockholder of each of the aforesaid constituent corporations.

7. The authorized capital stock of FortuneLinX, Inc. consists of 10,000,000 shares without par value.

Dated: March 30, 2001

FORTUNELINX, INC.

By: [Signature]
Name: Arturo Ramirez
Title: Vice President, Chief Operating Officer

Dated: March 28, 2001

FLX ACQUISITION CORP.

By: [Signature] CEO
Richard Falcone, President

