

03-14-2003

Form PTO-1594
(Rev. 10/02)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

102389868

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

1. Name of conveying party(ies):

LIQUID AIR CORPORATION
3-11-03

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

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

2. Name and address of receiving party(ies)

Name: AIR LIQUIDE AMERICA CORP.

Internal Address: STE 1800

Street Address: 2700 POST OAK BLVD.

City: HOUSTON State: TX Zip: 77056

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State DW
- 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 SEE ENCLOSED

Execution Date: 12/8/03

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,200,060 (BLUE SHIELD)

Additional number(s) attached Yes No

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

Name: LINDA K. RUSSELL

Internal Address: IP DEPT,
AIR LIQUIDE AMERICA

Street Address: 2700 POST OAK BLVD

City: HOUSTON State: TX Zip: 77056

6. Total number of applications and registrations involved: 1

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

011375

(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.

LINDA K RUSSELL
Name of Person Signing

Signature

3/10/03
Date

Total number of pages including cover sheet, attachments, and document: 6

03/13/2003 ECOOPER 00000220 011375 1200060
01 FC:8521 40.00 CH

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002690 FRAME: 0836



DOCUMENT
1

LAI Properties, Inc.
2121 North California Boulevard
Walnut Creek, California 94596

Gentlemen:

This is to advise you that Liquid Air Corporation ("LAC") hereby elects to contribute to the capital of LAI Properties, Inc., ("LAI"), a Delaware corporation, all of: (1) its Assets, whether owned or leased and which are used in the industrial gas business in the United States, which is conducted through the INDUSTRIAL GASES DIVISION, a joint venture pursuant to the agreement of January 1, 1980, as amended, between LAC and LAI, except for those assets specifically described in Appendix "A," attached hereto, forming part hereof; (2) that portion of the indebtedness owed by LAC to third party creditors that is attributable to the industrial gas business conducted through the INDUSTRIAL GASES DIVISION, and as more specifically described on Appendix "B," attached hereto, forming part hereof; and (3) that portion of the indebtedness, including principal and accrued interest owed by LAI to LAC, as at September 30, 1990, and as more specifically described on Appendix "C," attached hereto, forming part hereof, such capital contribution to be effective at the close of business on September 30, 1990, without any additional shares of capital stock of LAI being issued in respect thereof. No transfer or assignment of any leasehold interest in any asset which requires the consent of a third party is, or shall be made, if without such consent, the assignment or transfer would constitute a breach or violation thereof.

Very truly yours,

LIQUID AIR CORPORATION

By: Gregory B. Alexander
Gregory B. Alexander
Vice President and Treasurer

By: John N. Baird
John N. Baird
Vice President, Legal
and Corporate Affairs

Office of the Secretary of State

COWT DOC2

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 AMENDMENT OF "LAI PROPERTIES, INC.", CHANGING ITS NAME FROM "LAI PROPERTIES, INC." TO "AIR LIQUIDE AMERICA CORPORATION", FILED IN THIS OFFICE ON THE EIGHTH DAY OF DECEMBER, A.D. 1993, AT 9:01 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

7953736

05-21-96

TRADEMARK

REEL: 002690 FRAME: 0838

12-8-93

Document 2

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
LAI PROPERTIES, INC.**

LAI PROPERTIES, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, **DOES HEREBY CERTIFY:**

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of LAI Properties, Inc. be amended by changing the first Article thereof so that, as amended, said Article shall be and read as follows:

"FIRST: The name of the corporation is Air Liquide America Corporation."

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous consent to said amendment in accordance with the provisions of section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said LAI Properties, Inc. has caused this certificate to be signed by Robert Cadieux, its President, and attested by John N. Baird, its Secretary, this 1st day of December, 1993.

LAI PROPERTIES, INC.

BY: *G. B. Alexander*
G. B. Alexander, Vice President

ATTEST:

John N. Baird
John N. Baird, Secretary