

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bouldin & Lawson, Inc.		11/27/2001	CORPORATION: TENNESSEE

RECEIVING PARTY DATA

Name:	Bouldin Corporation
Street Address:	111 Laws Road
City:	McMinville
State/Country:	TENNESSEE
Postal Code:	37110
Entity Type:	CORPORATION: TENNESSEE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2209110	WAST A WAY

CORRESPONDENCE DATA

Fax Number: (423)508-1206
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (423) 756-3000
 Email: aoliver@cbslawfirm.com
 Correspondent Name: Alicia Brown Oliver
 Address Line 1: Two Union Square
 Address Line 4: Chattanooga, TENNESSEE 37402

NAME OF SUBMITTER:	Alicia Brown Oliver
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Total Attachments: 3
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OP \$40.00 2209110

AMENDED AND RESTATED CHARTER OF

RECEIVED

STATE OF TENNESSEE

FILED

Terry Smith, Register
Warren County Tennessee
Rec #: 30576 Instrument 31217
Rec'd: 5.00 NW: 2 Pa 526
State: 0.00 Recorded
Clerk: 0.00 12/20/2001 at 9:20 am
ES: 2.00 in Miscellaneous Book
Total: 7.00

BOULDIN AND LAWSON, INC.

01 DEC -8 AM 11: 53

CHANGING THE CORPORATE NAME TO

BOULDIN CORPORATION RILEY DARNELL
SECRETARY OF STATE

9 Pa 791

Pursuant to the provisions of Sections 48-20-101 and 48-20-107 of the Tennessee Business Corporation Act, the undersigned corporation adopts the following amended and restated charter:

1 Name. The name of the corporation is BOULDIN CORPORATION.

2 Authorized Shares. The maximum number of shares of capital stock that the corporation is authorized to issue is two hundred million (200,000,000), all without par value, consisting of no more than one hundred million (100,000,000) shares of Class A Voting common stock and no more than one hundred million (100,000,000) shares of Class B Non-voting common stock. Each holder of Class A Voting common stock is entitled at each meeting of shareholders, and on each proposal presented at the meeting, to one vote for each share of such stock standing in his name on the books of the corporation on the record date for the meeting. The holders of Class B Non-voting common stock are not entitled to vote, or entitled to participate in any meeting of shareholders, or entitled to receive notice of any such meeting. They are not considered shareholders for the purpose of any election, meeting, consent instrument or waiver of notice under any provision of law now in force or later enacted. Except for the difference in voting rights, all classes of common stock have the same relative rights and shall have the same relative right to receive dividends or the net assets of the corporation on dissolution.

3 Registered Office and Registered Agent. The complete address of the

corporation's registered office in the State of Tennessee shall be 111 Laws Road, in the City of McMinnville 37110, in Warren County. The corporation's registered agent at that address is Floyd E. Bouldin.

4 Incorporator. The name and complete address of the incorporator are Floyd E. Bouldin, 111 Laws Road, McMinnville, Tennessee 37110.

5 Principal Office. The complete address of the principal office of the corporation is 111 Laws Road, in the City of McMinnville, in the State of Tennessee 37311, in Warren County.

6 For Profit. The corporation is to be for profit.

7 Purposes. The purposes for which the corporation is organized are:

To carry on any business, whether selling, manufacturing or otherwise, and to do all things not forbidden by the laws of the State of Tennessee;

To be vested with all the rights and powers now or hereafter conferred upon such corporations by the laws of the State of Tennessee, including, but not by way of limitation, those enumerated in Section 48-13-101 through Section 48-13-104 of the Tennessee Code Annotated.

8 Limitation of Liability. No director shall be personally liable to the corporation or its shareholders for monetary damages for any breach of fiduciary duties by such director as a director, except for liability (i) for breach of the director's duty of loyalty to the corporation or its shareholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, or (iii) for unlawful distributions as imposed by Section 48-18-304 of the Tennessee Business Corporation Act. No amendment to or repeal of this provision shall apply to or have any effect on liability or alleged liability of any director of the corporation for or with respect to any acts or omissions of such director occurring prior to such amendment

or repeal. If the Tennessee Business Corporation Act is amended to authorize the further elimination or limitation of the liability of directors, then the liability of a director of the corporation, in addition to the limitation on personal liability provided herein, shall be limited to the fullest extent permitted by such amendment.

9 Preemptive Rights. The corporation elects not to have preemptive rights.

This corporation shall enjoy and be subject to such benefits, privileges and immunities and such restrictions, liabilities and obligations as are provided with respect to corporations for profit generally by the laws of the land and which are held applicable to corporations for profit organized under the Tennessee Business Corporation Act.

The amended and restated charter amends the charter of the corporation which was granted by the Secretary of State of Tennessee on May 21, 1973, as previously amended on August 16, 1983, to change the name of the corporation, to change the number of shares the corporation is authorized to issue, to change information concerning the registered office, to change the principal address, to add the limitation of liability, to deny preemptive rights and to eliminate other provisions no longer required by the Tennessee Business Corporation Act. Each share of stock outstanding shall be exchanged for one (1) share of Class A Voting common stock and one (1) share of Class B Non Voting common stock. The amendment was duly adopted by the written consent of the sole shareholder on November 27, 2001.

10 Effective Date. The effective date of the Amended and Restated Charter is as of the close of business on December 31, 2001.

Executed November 27, 2001

BOULDIN CORPORATION
(Formerly Bouldin and Lawson, Inc.)

By Floyd E. Bouldin
(Floyd E. Bouldin)

President

TRADEMARK