

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/18/2004

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Envenergy OldCo, Inc.		08/18/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Encorp OldCo, Inc.
Street Address:	9351 Eastman Park Drive
City:	Windsor
State/Country:	COLORADO
Postal Code:	80550
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	2807885	MEDIATOR 2400
Registration Number:	2777464	MEDIATOR 1200
Registration Number:	2628820	ENVENERGY

CORRESPONDENCE DATA

Fax Number: (415)268-7522
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 415 268 6810
 Email: rlal@mofo.com
 Correspondent Name: Rosemary S. Tarlton
 Address Line 1: Morrison & Foerster LLP, 425 Market St.
 Address Line 4: San Francisco, CALIFORNIA 94105-2482

NAME OF SUBMITTER:	Rosemary S. Tarlton
Signature:	/Rosemary S. Tarlton/

CH \$90.00 2807885

Date:

09/28/2005

Total Attachments: 3

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Delaware

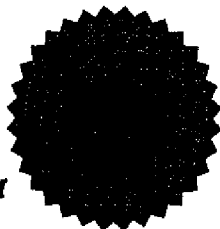
PAGE 1

The First 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:

"ENVENERGY OLDSCO, INC.", A DELAWARE CORPORATION,
WITH AND INTO "ENCORP OLDSCO, INC." UNDER THE NAME OF "ENCORP OLDSCO, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF AUGUST, A.D. 2004, AT 3:03 O'CLOCK P.M.

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



2774320 8100M

040605005

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3308455

DATE: 08-20-04

TRADEMARK
REEL: 003166 FRAME: 0204

CERTIFICATE OF MERGER

OF

**ENVENERGY OLD CO, INC.,
a Delaware corporation**

INTO

**ENCORP OLD CO, INC.,
a Delaware corporation**

The undersigned corporation organized and existing under and by virtue of the Delaware General Corporation Law,

DOES HEREBY CERTIFY:

FIRST: That the name and jurisdiction of organization of each of the constituent corporations of the merger (the "Merger") are as follows:

<u>Name</u>	<u>Jurisdiction of Organization</u>
Encorp OldCo, Inc. ("Encorp OldCo")	Delaware
Envenergy OldCo, Inc. ("Envenergy OldCo")	Delaware

SECOND: That an Agreement and Plan of Merger between Encorp OldCo and Envenergy OldCo (the "Agreement and Plan of Merger") has been approved, adopted, certified, executed and acknowledged by the parties to the Merger in accordance with the provisions of Section 251 of the Delaware General Corporation Law.

THIRD: That the name of the surviving corporation of the Merger is Encorp OldCo, Inc. (the "Surviving Corporation").

FOURTH: That the Certificate of Incorporation of Encorp OldCo immediately prior to the Merger shall be the Certificate of Incorporation of the Surviving Company.

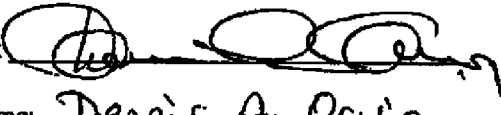
FIFTH: That the executed Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation. The address of the principal place of business of the Surviving Corporation is 9351 Eastman Park Drive, Windsor, CO 80550.

SIXTH: That a copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either Encorp OldCo or Envenergy OldCo.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger to be duly executed by its authorized officer as of this 17th day of August, 2004.

ENCORP OLD CO, INC., a Delaware corporation

By: 
Name: Dennis A. Orwig
Title: CEO