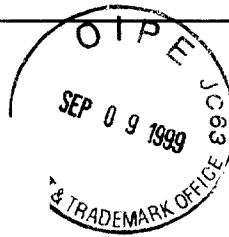


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FORM COVER SHEET

ASSIGNMENTS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)  
Document ID#

Correction of PTO Error  
Reel #  Frame #

Corrective Document  
Reel #  Frame #

Conveyance Type

Assignment  Security Agreement

License  Change of Name

Merger  Other

**U.S. Government**  
(For Use ONLY by U.S. Government Agencies)

Departmental File  Secret File

Conveying Party(ies)

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name (line 1) LEADING EDGE CRYOGENICS, INC.

05061999

Name (line 2) an Indiana corporation

Second Party

Execution Date  
Month Day Year

Name (line 1)

Name (line 2)

Receiving Party

Mark if additional names of receiving parties attached

Name (line 1) LEADING EDGE CRYOGENICS, INC.

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative is attached. (Designation must be a separate document from Assignment.)

Name (line 2) an Arizona corporation

Address (line 1) 724 N. Industrial Dr.

Address (line 2) Bldg. 7

Address (line 3) Camp Verde AZ 86322

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

FOR OFFICE USE ONLY

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120.00 DP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

**Correspondent Name and Address** Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages** Enter the total number of pages of the attached conveyance document including any attachments. #

**Application Number(s) or Patent Number(s)**  Mark if additional numbers attached

Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).

Patent Application Number(s)			Patent Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="5044422"/>	<input type="text" value="5263886"/>	<input type="text" value="5447035"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

If this document is being filed together with a new Patent Application, enter the date the patent application was signed by the first named executing inventor. Month Day Year

**Patent Cooperation Treaty (PCT)**

Enter PCT application number  PCT  PCT

only if a U.S. Application Number  PCT  PCT  PCT

has not been assigned.

**Number of Properties** Enter the total number of properties involved. #

**Fee Amount** Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed  Deposit Account


Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes  No

**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. Charges to deposit account are authorized, as indicated herein.

Leo J. Jennings 

Name of Person Signing Signature Date

MAY 12 1999

FILED BY Lothe Hawks  
TERM 5-19-99  
DATE 5-19-99

ARTICLES OF MERGER  
OF  
LEADING EDGE CRYOGENICS, INC., AN INDIANA CORPORATION  
INTO  
LEADING EDGE CRYOGENICS, INC.,  
(FORMERLY KNOWN AS N-TEC MARKETING, INC.), AN ARIZONA CORPORATION

Pursuant to A.R.S. §§ 10-1105 and 10-1107, the undersigned hereby submit the following articles of merger:

Leading Edge Cryogenics, Inc., an Indiana corporation ("LEC"), and Leading Edge Cryogenics, Inc. (formerly known as N-Tec Marketing, Inc.), an Arizona corporation ("Leading Edge"), DO HEREBY CERTIFY:

FIRST: The names of the constituent entities to the merger are Leading Edge Cryogenics, Inc., an Indiana corporation, and Leading Edge Cryogenics, Inc. (formerly known as N-Tec Marketing Inc.), an Arizona corporation.

SECOND: An Agreement and Plan of Merger (the "Merger Agreement") between LEC and Leading Edge is attached hereto as "Exhibit A." The Merger Agreement was entered into and has an effective date of September 30, 1998.

THIRD: Leading Edge is the surviving entity in the merger, and the address of its known place of business is 724 N. Industrial Drive, Building 7B Camp Verde, AZ 86322.

FOURTH: The statutory agent of Leading Edge is Capital Document Services, Inc., 815 North First Avenue, No. 4, Phoenix, AZ 85003.

FIFTH: LEC has 1,000 shares of common stock ("LEC Common Stock"), issued and outstanding, constituting all of its capital stock entitled to vote on the Merger Agreement. The Merger Agreement was approved by 624 shares of LEC Common Stock, which number was sufficient for the approval of the Merger Agreement. The number of shares of LEC Common Stock voted against the merger was 250.

SIXTH: Leading Edge has 10,000,000 shares of common stock ("Leading Edge Common Stock") authorized of which 152,501 shares, issued and outstanding, were entitled to vote on the Merger Agreement. The Merger Agreement was approved by 135,833 shares of Leading Edge Common Stock, which number was sufficient for the approval of the Merger Agreement. The number of shares of Leading Edge Common Stock voted against the Merger Agreement was zero (0).

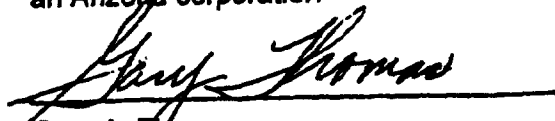
IN WITNESS WHEREOF, these Articles of Merger have been executed on this 6th day of May, 1999.

LEADING EDGE CRYOGENICS, INC., an  
Indiana corporation



Charles A. Lenker  
President

LEADING EDGE CRYOGENICS, INC.  
(formerly known as N-Tec Marketing, Inc.),  
an Arizona corporation



Gary A. Thomas  
President

In witness whereof, the undersigned parties hereto have duly executed this Agreement as of the date first above written.

Leading Edge Cryogenics, Inc.

N-Tec Marketing, Inc.



Charles A. Lenker  
President



Gary A. Thomas  
President

AZ. CORP. COMMISSION  
DELIVERED

JUN 01 1999

FILED BY  
TERM  
DATE

*Barclay Lemo*

6-1-99

EFF: 6-1-99

LEADING EDGE CRYOGENICS, INC.  
M-0877741-9  
merging into

(NO RECORD)

LEADING EDGE CRYOGENICS, INC.  
(survivor)

0818226-2