

RECORDATION FORM CO  
PATENTS ONLY

02-04-2000



DEPARTMENT OF COMMERCE

Patent and Trademark Office

101258179

To the Honorable Commissioner of Patents and Trademarks: Please record the attached

1. Name of conveying party(ies): **RECEIVED**  
 Patentsmith Technology, Ltd.  
 2051 Valley View Lane  
 Dallas TX 75234  
**2000 JAN -4 AM 10:48**  
**OPR/FINANCE**

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

3. Nature of conveyance:

- ( ) Assignment (X) Merger  
 ( ) Security Agreement ( ) Change of Name  
 ( ) Other \_\_\_\_\_

Execution Date: December 22, 1999

2. Name and address of receiving party(ies)

Name: Energyst Development Center, L.L.C.

Internal Address: \_\_\_\_\_

Street Address: 2051 Valley View LaneCity: Dallas State: TX Zip: 75234

Additional name(s) &amp; address(es) attached? ( ) Yes (X) No

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

If this document is being filed together with a new application, the execution date of the application is: \_\_\_\_\_

A. Patent Application No.(s):

09/316718  
 09/316719  
 09/316720  
 60/130067  
 60/146675

B. Patent No.(s)

4338911	4523391	5078050	5310978	5449888
4354549	4679542	5131841	5365918	5510601
4368664	4750276	5134263	5398666	5539187
4409453	4831238	5147994	5401940	5582758
4474498	4835351	5161889	5404808	5683240
4479776	4876426	5205274	5423248	5717192
4492839	4965435	5210387	5958274	5818014

Additional numbers attached? ( ) Yes (X) No

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

Name: Patent GroupInternal Address: Foley, Hoag & Eliot LLPStreet Address: One Post Office SquareCity: Boston State: MA ZIP: 02109-2170

6. Total number of applications and patents involved: 40

7. Total fee (37 CFR 3.41).....\$ 1,600.00

( ) Enclosed

(X) Authorized to be charged to deposit account

8. Deposit account number:

**06-1448**

(Attached duplicate copy of this page if paying by deposit account)

02/03/2000 T10011 0000023 061448 4338911

01 FC1581 1600.00 CH

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.

Therese Galante

Name of Person Signing

Signature

1-4-00

Date

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



# The State of Texas

## SECRETARY OF STATE CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of Merger of

PATENTSMITH TECHNOLOGY, LTD.

A Texas limited partnership

with

ENERSYST DEVELOPMENT CENTER, L.L.C.

A Texas limited liability company

have been received in this office and are found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Merger.

Filed                      DECEMBER 22 1999

Effective                DECEMBER 22 1999

jk

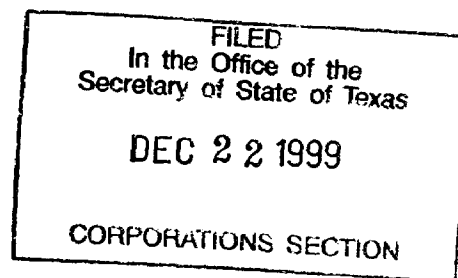


Elton Bomer  
Secretary of State

**PATENT**

**REEL: 010514 FRAME: 0201**

**ARTICLES OF MERGER  
OF  
PATENTSMITH TECHNOLOGY, LTD.  
(a Texas limited partnership)  
WITH AND INTO  
ENERSYST DEVELOPMENT CENTER, L.L.C.  
(a Texas limited liability company)**



Pursuant to the provisions of Article 10.03 of the Texas Limited Liability Company Act (the "TLLCA") and Section 2.11 of the Texas Revised Limited Partnership Act ("TRLPA"), ENERSYST DEVELOPMENT CENTER, L.L.C., a Texas limited liability company (the "Company"), and PATENTSMITH TECHNOLOGY, LTD., a Texas limited partnership (the "Acquired Partnership"), hereby adopt the following Articles of Merger for the purpose of effecting a merger in accordance with the provisions of Article 10.03 of the TLLCA and Section 2.11 of the TRLPA.

1. A Plan of Merger adopted by the Sole Manager and a majority of the Members of the Company in accordance with Article 10.02 of the TLLCA and adopted by the General Partner of the Acquired Partnership in accordance with Section 2.11 of the TRLPA (the "Plan") providing for the merger of Patentsmith Technology, Ltd. (a Texas limited partnership) with and into Enersyst Development Center, L.L.C. (a Texas limited liability company) and resulting in Enersyst Development Center, L.L.C. being the surviving entity (the "Surviving Entity") has been executed and approved and an executed copy of the Plan is attached hereto as Exhibit A.

2. The Plan was duly authorized by all action on the part of the Company and the Acquired Partnership required by the laws under which it was formed or organized and its constituent documents.

Dated: December 22, 1999.

**ENERSYST DEVELOPMENT CENTER, L.L.C.**

By: Patentsmith G.P., Inc., its Sole Manager

By: Thomas C. Moseley Jr.  
Name: THOMAS C. MOSELEY JR.  
Title: PRESIDENT

**PATENTSMITH TECHNOLOGY, LTD.**

By: Enersyst Development Center, L.L.C., its sole general partner

By: Patentsmith G.P., Inc., its Sole Manager

By: Thomas C. Moseley Jr.  
Name: THOMAS C. MOSELEY JR.  
Title: PRESIDENT

## PLAN OF MERGER

THIS PLAN OF MERGER (the "Plan") is made and entered into as of this \_\_\_ day of December, 1999 by and between Enersyst Development Center, L.L.C., a Texas limited liability company (the "Enersyst") and Patentsmith Technology, Ltd., a Texas limited partnership (the "Patentsmith").

### RECITALS

WHEREAS, the sole manager and a majority of the members of Enersyst, and the sole general partner and the sole limited partner of Patentsmith, have approved the merger of Patentsmith with and into Enersyst, with Enersyst continuing its existence as the surviving entity, in accordance with the Texas Limited Liability Company Act ("TLLCA") and the Texas Revised Limited Partnership Act ("TRLPA") and this Plan; and

WHEREAS, the terms and conditions of such merger (the "Merger"), the mode of carrying the same into effect, the manner and basis of converting the interests of each entity and such other facts, details, and provision as the parties desire to be stated in this Plan are set forth below:

### ARTICLE I PARTIES TO THE MERGER

1.1 Parties. The name and type of organization of each party to the merger, and the state under whose laws each party is organized are:

NAME	TYPE OF ENTITY	STATE OF DOMICILE
Enersyst Development, Center, L.L.C.	Limited Liability Company	Texas
Patentsmith Technology, Ltd.	Limited Partnership	Texas

### ARTICLE II THE MERGER

2.1 Merger. At the Effective Time (as defined in Section 2.2 below), Patentsmith shall be merged with and into Enersyst and the separate existence of Patentsmith shall cease. Enersyst, as the surviving limited liability company (the "Surviving Entity"), shall continue to exist by virtue of and shall be governed by the laws of the state of Texas and shall succeed to all rights, assets, liabilities and obligations of Patentsmith and Enersyst in accordance with the provisions of the TLLCA and the TRLPA.

2.2 Effective Time. Articles of Merger setting forth the information required by, and otherwise in compliance with, the TLLCA and the TRLPA shall be delivered for filing to the Secretary of State of the State of Texas (the "Texas Secretary"). The Merger shall become effective (the "Effective Time") at the time such Articles of Merger shall have been executed,

verified and filed with the Texas Secretary and such agency shall have issued a Certificate of Merger, in accordance with the TLLCA and the TRLPA.

### ARTICLE III GOVERNANCE

3.2. Articles of Organization. The Articles of Organization of Enersyst as in effect immediately prior to the Effective Time shall be the Articles of Organization of the Surviving Entity until amended as provided by law.

3.3. Operating Agreement. The Operating Agreement of Enersyst as in effect immediately prior to the Effective Time shall be the Operating Agreement of the Surviving Entity until amended as provided by law.

3.4. Board of Managers and Officers. The Managers and the Officers of Enersyst immediately prior to the Effective Time shall be the Managers and the Officers of the Surviving Entity. Each such person shall hold his or her respective position from and after the Effective Time until his or her respective successor shall have been elected and qualified or as otherwise provided in the Operating Agreement of the Surviving Entity.

### ARTICLE IV EFFECT ON INTERESTS

4.1 Conversion of Interests. At the Effective Time, by virtue of the Merger and without any action on the part of the holder of any interests in Patentsmith, all of the partnership interests of Patentsmith existing immediately prior to the Effective Time shall be deemed canceled. Each membership interest in Enersyst existing immediately prior to the Effective Time shall remain outstanding and unchanged as membership interests of the Surviving Entity.

### ARTICLE V MISCELLANEOUS

5.1. Further Assurances. If at any time the Surviving Entity shall consider or be advised that any further assignment or assurance in law or other action is necessary or desirable to vests, perfect or confirm, of record or otherwise, in the Surviving Entity, the title to any property or rights of Patentsmith or Enersyst acquired or to be acquired by or as a result of the merger, the proper partners or managers and officers of Patentsmith and Enersyst and the Surviving Entity, shall be and they hereby are, severally and fully authorized to execute and deliver such properties, assignments and assurances in law, and take such other action as may be necessary or proper in the name of the Patentsmith, Enersyst or the Surviving Entity to vest, perfect or confirm title to such property rights in the Surviving Entity and otherwise carry out the purposes of this Plan.

5.2. Counterparts. This Plan may be executed in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same agreement.

5.3. Governing Law. This Plan shall be governed by the laws of the state of Texas.

IN WITNESS WHEREOF, each of the parties hereto has caused this Plan to be executed as of the date first written above.

PATENTSMITH TECHNOLOGY, LTD.

By: Enersyst Development Center, L.L.C, its sole  
general partner

By: Patentsmith G.P. Inc., its Sole Manager

By: THOMAS C. MOSELEY JR  
Name: THOMAS C. MOSELEY JR  
Title: PRESIDENT

ENERSYST DEVELOPMENT CENTER,  
L.L.C.

By: Patentsmith G.P., Inc., its Sole Manager

By: THOMAS C. MOSELEY JR  
Name: THOMAS C. MOSELEY JR  
Title: PRESIDENT