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ATTORNEY DOCKET NO. 11190-8

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To the Honorable Commissioner of

Patents and Trademarks and the attached original documents or copy thereof.

1. Name and Address of Conveying Party(ies):

Specialty Machine & Supply, Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation -- State: Louisiana
- Other:
- Additional Name(s) of Conveying Party(ies) Attached

2. Name and Address of Receiving Party(ies):

Specialty Machine & Supply, LLC
200 Apollo Road
Scott, LA 70583

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation -- State: Delaware
- Other:
- Additional Name(s) of Receiving Party(ies) Attached

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3. Nature of Conveyance:

- Assignment
- Security Agreement
- Merger
- Change of Name
- Other:

Execution Date: December 19, 1997

4. Application Number(s) or Patent Number(s):

A. Patent Application No.(s)

08/635,147; 08/542,444

B. Patent No.(s)

5,573,064; 5,318,120; 5,379,839

Additional Numbers Attached

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

5. Name and Address of Party to Whom Correspondence Concerning Documents Should Be Mailed:

Theodore F. Shiells
Gardere & Wynne, L.L.P.
1601 Elm Street, Suite 3000
Dallas, TX 75201

214-999-4632 - Telephone
214-999-4667 - Facsimile

6. Total Number of Applications and Patents Involved:

five (5)

7. Total Fee (37 CFR 3.41): \$200.00

- Enclosed
- Authorized to be Charged to Deposit Account
- Charge Any Deficiencies to Deposit Account

8. Deposit Account Number: 07-0153

9. Statement and Signature:

To the best of my knowledge and belief, the foregoing information is true and correct and any attachment copy is a true copy of the original document

Theodore F. Shiells
Theodore F. Shiells, Reg. No. 31,569

January 19, 2000

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Mail To: Commissioner of Patents and Trademarks,
Box ASSIGNMENTS, Washington, D.C. 20231

Certificate of Mailing

I hereby certify that this Recordation Form Cover Sheet, together with the attached Assignment, is being deposited with the U.S. Postal Service as first class mail in an envelope addressed to the Commissioner for Patents and Trademarks, Washington, DC 20231 on:

Date

Signature

Total # of Pages Including This Cover Sheet: -6-

Office of the Secretary of State

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 MERGER, WHICH MERGES:

"QUALITY MACHINE & SUPPLY, INC.", A LOUISIANA CORPORATION, "SPECIALTY MACHINE & SUPPLY, INC.", A LOUISIANA CORPORATION, WITH AND INTO "SPECIALTY MACHINE & SUPPLY, LLC" UNDER THE NAME OF "SPECIALTY MACHINE & SUPPLY, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF NOVEMBER, A.D. 1999, AT 12:30 O'CLOCK P.M.



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Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION: 0056781
DATE: 11-01-99

PATENT
REEL: 010567 FRAME: 0477

CERTIFICATE OF MERGER

OF

QUALITY MACHINE & SUPPLY, INC.
 (a Louisiana corporation)

AND

SPECIALTY MACHINE & SUPPLY, INC.
 (a Louisiana corporation)

WITH AND INTO

SPECIALTY MACHINE & SUPPLY, LLC
 (a Delaware limited liability company)

Specialty Machine & Supply, LLC, a limited liability company organized under the Delaware Limited Liability Company Act ("DLLCA"), for the purpose of merging with, and surviving, a foreign corporation pursuant to Section 18-209 of the DLLCA and Section 12:117 of Louisiana Business Corporation Law ("LBCL"), hereby certifies that:

1. The name and state of organization of each of the entities which are constituent entities to the merger are:

<u>Name</u>	<u>Entity Type</u>	<u>State of Organization</u>
Quality Machine & Supply, Inc.	corporation	Louisiana
Specialty Machine & Supply, Inc.	corporation	Louisiana
Specialty Machine & Supply, LLC	limited liability company	Delaware

2. That certain Plan and Agreement of Merger dated as of November 1, 1999 (the "Merger Plan") has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with Section 18-209 of the DLLCA and Sections 12:112 and 12:117C of the LBCL.

3. The name of the domestic entity which is to survive the merger is Specialty Machine & Supply, LLC, a Delaware limited liability company.

4. The Certificate of Formation of Specialty Machine & Supply, LLC, as hereinafter amended, shall be the Certificate of Formation of the surviving entity.

5. The surviving entity is a limited liability company of the State of Delaware.

6. An executed copy of the Merger Plan is on file at the principal place of business of the surviving entity at the following address:

Specialty Machine & Supply, LLC
200 Apollo Road
Scott, Louisiana 70583

7. A copy of the Merger Plan will be furnished by Specialty Machine & Supply, LLC, on request and without cost, to any shareholder of Quality Machine & Supply, Inc. or Specialty Machine & Supply, Inc., and any member of Specialty Machine & Supply, LLC.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, this Certificate of Merger has been duly executed by an authorized officer of the surviving entity as of the 1st day of November, 1999, and is hereby being filed in accordance with DLLCA and the LBCL.

SPECIALTY MACHINE & SUPPLY, LLC
(a Delaware limited liability company)

By: Michael T. Mino
Michael T. Mino, Vice President,
Chief Financial Officer and Secretary